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CERTIFIED FAMILY MEDIATOR

LAWRENCE C. TORNESE

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August 31, 2001

Corporate Division
Secretary of State
409 East Gaynes Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Please find enclosed herewith the original and two copies of the Articles of Organization of DWK PROPERTIES, L.L.C. Also enclosed is a check in the amount of \$155.00 for the filing fees for said Articles and for certified copies.

Very truly yours,

REEGLER & TORNESE, P.A.

By: Joy B. Lear
JOY BURROUGHS LEAR, CLAS
Paralegal - Certified Litigation Specialist

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

62

ARTICLES OF ORGANIZATION OF
DWK PROPERTIES, L.L.C.
A Limited Liability Company

KNOW ALL MEN BY THESE PRESENTS: That we, D&R Properties, a partnership organized and existing under the laws of the state of Florida and THOMAS WHITTAKER and JAMIE KILLORIN, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

1. Company Name. That the name of the limited liability company is DWK PROPERTIES, L.L.C., hereinafter the "Company".
2. Duration. That the period of duration of the Company shall be perpetual from the date of filing hereof with the Florida Secretary of State, unless sooner dissolved as provided by statute.
3. Purpose. That the purpose for which the Company is organized is primarily to buy, sell, hold, improve, lease, operate and otherwise deal in of real estate and secondarily to engage in all lawful types of business, as from time to time, as determined by the Members, except banking or insurance.
4. Principal Place of Business. That the mailing and street address of its office and principal place of business is 1521 South Tamiami Trail, Suite 303, Venice, FL 34292.
5. Registered Agent & Office. That the name of the registered agent of the Company, whose Consent to Appointment as Registered Agent accompanies these articles, is JOHN F. DOWD and address of the agent at the registered office is 1521 South Tamiami Trail, Suite 303, Venice, FL 34292.
6. Additional Contributions of Members. The Members of this limited liability company shall be the above identified partnership and individuals. Members may make additional contributions to capital and any such additional contributions shall be construed in accordance with the terms of the Operating Agreement of this Company.
7. Admission of Additional Members. That additional Members may be admitted only with the unanimous consent of all Members entitled to participate in management, upon such terms as are unanimously agreed to by all Members, and in accordance with the terms of the Operating Agreement of the Company.
8. Continuity of life. That the remaining Members of the Company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability

company in accordance with the terms of the Operating Agreement of the Company.

9. Management/Operating Agreement. The manner in which the Company conducts its business and affairs, the duties and authority of its managers and officers, and the rights and obligations of its members, shall be set forth in an Operating Agreement adopted by the initial members of the company. Said operating Agreement may be amended from time to time in accordance with the provisions contained therein.
10. Transfers. No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.
11. Liability. Members of the Company are not liable under a judgment, decree or order of a court, or in any other manner, for a debt, obligation or liability of the Company.

DATED this 30th day of August, 2001.


JOHN F. DOWD FOR
DWK PROPERTIES

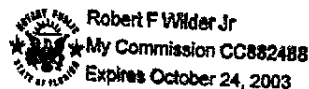

THOMAS WHITTAKER


JAMIE KILLORIN

STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to or affirmed and signed before me on 8/30/01 by JOHN F. DOWD, THOMAS WHITTAKER and JAMIE KILLORIN.

☒ Personally known
☐ Produced identification
Type of identification produced _____




NOTARY PUBLIC-STATE OF FLORIDA

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida.

1. The name of the Limited Liability Company is DWK PROPERTIES, L.L.C.
2. The name and address of the Registered Agent and Office is:

John F. Dowd
1521 S. Tamiami Trail
Suite 303
Venice, Florida 34292

AUTHORIZED BY:

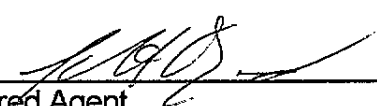


John F. Dowd

(Date)

8/30/01

HAVING BEEN NAMED AND APPOINTED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I ACCEPT THIS APPOINTMENT AND I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, I AM FAMILIAR WITH AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 608.415 FLORIDA STATUTES.



Registered Agent

(Date)

8/31/01

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