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**AL**

**LIMITED LIABILITY COMPANY**

**GROSSE POINTE REALTY, L.L.C.**

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**ARTICLES OF ORGANIZATION  
OF  
GROSSE POINTE REALTY, L.L.C.**

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1. **Name.** The name of the Limited Liability Company shall be Grosse Pointe Realty, L.L.C. ("Company").
2. **Duration.** The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.
3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. **Place of Business.** The mailing and street address of the Company's principal office is 15065 McGregor Blvd., Suite 108, Fort Myers, FL 33908.
5. **Registered Agent and Office.** The name and street address of the initial registered agent of the Company is Steven I. Winer, Esq., 2320 First Street, Suite 1000, Fort Myers, FL 33901.
6. **Additional Members.** Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
7. **Termination of Membership.** Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.
8. **Management of the Company.** The Company shall be a manager-managed company. The Company shall be managed by the manager or managers elected or appointed by the members in accordance with Florida law or the Operating Agreement ("Operating Agreement") that may be adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The initial manager of the Company is Grosse Pointe Realty, Inc., a Florida corporation.
9. **Regulations.** The manager or managers shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
10. **Voting.** The Company is authorized to issue membership units with voting rights and membership units without voting rights.
11. **Certificated Interests.** The members' interests in the Company shall be evidenced by certificates.

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The undersigned incorporator has executed these Articles of Organization effective as of the 25 day of October, 2001.

  
Steven L. Winer

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, 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.

  
Steven L. Winer

Dated: October 25, 2001

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