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MATRIMONIAL LAWYERS

PRACTICING AS A PROFESSIONAL ASSOCIATION

November 29, 2001

TRANSMITTAL LETTER

Division of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

SUBJECT: Miccosukee Commons Investment, LLC

300004699153--2 -11/30/01--01002--009 \*\*\*\*125.00 \*\*\*\*125.00

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$125.00 for filing fee.

If you have any questions, please contact me.

Sincerely,

Jo-Lyn Palmer Legal Assistant to

Bruce I. Wiener

enclosures

CARREALMENT OF STATE DIVISION OF CORPCEATUNG TALLAHASSEE, FLORICA

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BECEINED

APPROVE -AND FILED OI NOV 29 PM 3: 45 SECRETARY OF STATE TALLAHASSEF, FI ORION

#### ARTICLES OF ORGANIZATION

OF

### MICCOSUKEE COMMONS INVESTMENT, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

# **ARTICLE I-Name and Principal Place of Business**

The name of the limited liability company shall be **MICCOSUKEE COMMONS INVESTMENT, LLC** (hereinafter the "Company"). The principal place of business and mailing address of the Company shall be 2282 Killearn Center Blvd., Tallahassee, Florida 32308.

#### ARTICLE II-Duration

The Company shall commence its existence on the date these Articles of Organization are filed with and accepted by the Florida Department of State. The Company's existence shall be perpetual.

#### **ARTICLE III-Powers**

The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE IV-Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is Robert R. Parrish, Jr., 2282 Killearn Center Blvd., Tallahassee, Florida 32308.

## **ARTICLE V-Management**

Management of this limited liability company is reserved to its members, whose name and addresses are as follows:

Robert R. Parrish, Jr., 2282 Killearn Center Blvd., Tallahassee, Florida 32308

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 27<sup>th</sup> day of Wovember, 2001.

ROBERT R. PARRISH, Jr.

SECRETARY OF STATE

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# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OF THE FLORIDA LIMITED LIABILITY COMPANY ACT, THE LIMITED LIABILITY COMPANY IDENTIFIED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is MICCOSUKEE COMMONS INVESTMENT, LLC.
- 2. The name and the Florida street address of the registered agent for MICCOSUKEE COMMONS INVESTMENT, LLC is: Robert R. Parrish, Jr., 2282 Killearn Center Blvd., Tallahassee, Florida 32308.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: November 27, 2001

ROBERT R. PARRISH, Jr. Registered Agent

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SECRETARY OF STATE