

**L01000022399**

**Florida Department of State**

**Division of Corporations**

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**Account Name : KIRK PINKERTON, A PROFESSIONAL ASSOCIATION**

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**LIMITED LIABILITY COMPANY**

**FDS Investments, LLC**

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FAX AUDIT # H01-123-466

ARTICLES OF ORGANIZATION  
OF  
FDS INVESTMENTS, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does set forth the following:

ARTICLE I - NAME

The name of the Company is FDS INVESTMENTS, LLC.

ARTICLE II - DURATION

The duration of the Company is perpetual.

ARTICLE III - ADDRESS AND PLACE OF BUSINESS

The mailing address and street address of the principal place of the principal office of the Company in Florida is:

1819 Main Street, Suite 230  
Sarasota, Florida 34236

ARTICLE IV - PURPOSE

The purposes of the Company shall be to acquire, operate, manage, improve, lease, mortgage, sell, joint venture or otherwise exploit such real property and tangible or intangible personal property as the Company may acquire; to engage in and transact any lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act (the "Act"), and to carry on any other activities as may be necessary or appropriate in connection with or incidental to the foregoing purposes, it being agreed that each of the foregoing is an ordinary part of the Company's business. The Company shall have all powers of a limited liability company as provided in the Act, including authorization to purchase, mortgage, sell, lease, manage, construct, renovate, operate, improve, alter, transfer, joint venture or otherwise convey and encumber all or any portion of the Company's property at any time and from time to time, and to do all other things necessary or appropriate to carry out the foregoing purposes.

Prepared by: David M. Silberstein, Esq.  
Kirk Pinkerton  
720 South Orange Avenue  
Sarasota, Florida 34236  
(941) 364-2481  
Atty Bar #0436879

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ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Company is as follows:

David M. Silberstein  
720 South Orange Avenue  
Sarasota, Florida 34236

ARTICLE VI - MEMBERS

The Company shall have such Members as may be admitted from time to time in accordance with these Articles of Organization and the Operating Agreement of the Company.

ARTICLE VII - MANAGEMENT

The Company is to be manager-managed as provided in the Operating Agreement. The name and address of such manager, who will serve as manager until the first annual meeting of Members or until its successor or successors is elected and qualified, is as follows:

FIRST UNION NATIONAL BANK,	1819 Main Street
Trustee of the Florence D. Schwartz	Suite 230
Irrevocable Trust w/a dtd. 6/7/00	Sarasota, Florida 34236

ARTICLE VIII - INDEMNIFICATION

The Company shall indemnify each managing Member, manager and officer to the fullest extent permitted by the Florida Limited Liability Company Act.

ARTICLE IX - COMMENCEMENT OF EXISTENCE

In accordance with Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgment of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

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Under penalties of perjury I declare that I have read the foregoing Articles of Organization and that the facts alleged are true, to the best of my knowledge and belief.

Dated: 12/21, 2001

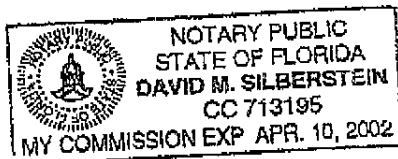
FIRST UNION NATIONAL BANK, Trustee of the  
Florence D. Schwartz Irrevocable Trust u/a dtd.  
6/7/00, Member

By: [Signature]  
Richard W. Raybuck, Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

I, the undersigned appointed registered agent of FDS INVESTMENTS, LLC, being familiar with the obligations of such position, hereby accept such appointment, agree to act in such capacity and accept the obligations proposed by Section 608.415, Florida Statutes.

DATED this 21 day of December, 2001.



[Signature]  
DAVID M. SILBERSTEIN, Registered Agent

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