

Division of Corporations

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LIMITED LIABILITY COMPANY**LAYTON'S WINDSOR LLC**

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Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF
LAYTON'S WINDSOR LLC**

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of the Company is Layton's Windsor LLC.
2. Principal Office. The mailing address and the street address of the principal office of the Company is:

107 South Osprey Avenue
Suite 200
Sarasota, Florida 34239


3. Registered Agent. The name of the initial registered agent, and the address of the initial registered office, of the Company is:

E. John Wagner, II
200 South Orange Avenue
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that he is familiar with and accepts the obligations of that position.

4. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

In witness whereof, the undersigned has executed these Articles of Organization this 31st day of December 2001.



E. John Wagner, II, Registered Agent and
Authorized Representative of a Member
of Layton's Windsor LLC

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