

Lo2000000491

LAW OFFICES OF
JOHN D. SPEAR
SUNSHINE PROFESSIONAL CENTER
9200 BONITA BEACH ROAD
SUITE 204
BONITA SPRINGS, FLORIDA 34135-4278

JOHN D. SPEAR
BOARD CERTIFIED REAL ESTATE ATTORNEY
E-MAIL: spear@johndnspear.com

TELEPHONE (941) 947-1102
FACSIMILE (941) 947-5055
www.JohnDSpear.com

JAMES E. KERR
E-MAIL: kerr@johndnspear.com

December 31, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400004746864--6
-01/02/02--01050--002
****160.00 ****160.00

RE: EDB PROPERTIES, L.L.C.

Dear Sir or Madam:

Enclosed are two originals of the Articles of Organization for the above-named proposed Florida limited liability company. Also enclosed is our check in the amount of \$160.00 representing payment of the following:

1. Filing Fee;
2. Registered Agent Designation;
3. Certified Copy;
4. Certificate.

Please file the enclosed Articles of Organization and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,

LAW OFFICES OF JOHN D. SPEAR

John D. Spear/eca
John D. Spear, Attorney at Law

JDS/eca

Enclosures/via UPS

FILED
2002 JAN -2 AM 11:03
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SL

ARTICLES OF ORGANIZATION

OF

EDB PROPERTIES, L.L.C.

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

ARTICLE I. NAME

The name of the Limited Liability Company shall be, **EDB Properties, L.L.C.**

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the company shall be:

**5900 Harborage Drive
Ft. Myers, FL 33908**

ARTICLE III. DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

FILED
2002 JAN -2 AM 11:00
DIV. OF CORPORATIONS
TALLAHASSEE, FLORIDA

Ronald Byczek
5900 Harborage Drive
Ft. Myers, FL 33908

ARTICLE V. ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI. TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE VII. MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of

FILED
200 JAN -2 AM 11:00
ALABAMA SECRETARY OF STATE
MONTGOMERY, ALABAMA

organization. The name and address of the initial manager of the company is:

Ronald Byczek
5900 Harborage Drive
Ft. Myers, FL 33908

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at FLORWOOD, State of Michigan, on the 28 day of December, 2001.

Ronald Byczek
RONALD BYCZEK, Trustee of the Ronald Byczek Declaration of Trust dated June 16, 1994, Organizer

STATE OF MICHIGAN

COUNTY OF Gogebic

Sworn to and subscribed before me this 28th day of December, 2001, by **RONALD BYCZEK**, who is personally known to me or has produced Drivers License as identification

B 220-725-41-054-0

JOAN MARIE MINKIN
Notary Public, Gogebic County, MI
My Commission Expires Jan 9, 2004

Joan Marie Minkin
Signature of Notary Public


Joan Marie Minkin
Printed Name of Notary Public

Commission Expires: 1-9-04

FILED
JAN-2 AM 11:00
ALBANY, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **EDB PROPERTIES, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


RONALD BYCZEK,
Registered Agent

FILED
2002 JAN -2 AM 11:03
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA