

L02000002781

January 29, 2002

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee FL 32399

EFFECTIVE DATE

1-29-02

6000004944246--5  
-01/30/02--01035--005  
\*\*\*\*160.00 \*\*\*\*160.00

Dear Sir or Madam:

Enclosed please find original and 1 copy of Articles of Organization for Water Tower Retail LLC, Lake Brandon Shoppes LLC and Baldwin Park Village LLC along with checks payable to Florida Department of State in the amount of \$160.00 each. This fee includes Certificate of Good Standing.

Please file articles and send back to me as soon as possible using Airborne 2nd day #193239221 or Fedex 2nd day #226184473. Thank you very much.

Please call me if you have any questions.

Sincerely,

*Chris DiCicco*

Chris DiCicco  
407 999-9985, ext 207  
7505 W Sand Lake Road  
Orlando FL 32819

FILED  
2002 JAN 30 PM 2:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

42

**ARTICLES OF ORGANIZATION  
OF  
BALDWIN PARK VILLAGE, L.L.C.**

**ARTICLE I**

**NAME**

The name of this limited liability company (the "Company") is **BALDWIN PARK VILLAGE, L.L.C.** and its mailing address is 7505 W Sand Lake Road, Orlando, FL 32819, and the principal place of business of the Company shall be located at 7505 W Sand Lake Road, Orlando, FL 32819.

**ARTICLE II**

**COMMENCEMENT OF CORPORATE EXISTENCE**

This Company shall commence existence on the date of signing these articles of organization and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III**

**GENERAL PURPOSE; GENERAL POWERS**

The general purpose of this Company shall be the transaction of any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, with such limitations as may be set forth in the Company Operating Agreement from time to time.

FILED  
2012 JAN 30 PM 1:28  
CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE IV**

**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Company shall be located at 7505 W Sand Lake Road, Orlando, FL 32819, and the initial registered agent of this Company at that address shall be **CHARLES WHITTALL**. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

**ARTICLE V**

**MANAGEMENT**

The management or conduct of the business and affairs of the Company is reserved to the members, and the name and street address of the initial members are:

Charles Whittall  
7505 W Sand Lake Road  
Orlando, FL 32819

Lee J. Maher  
7505 W Sand Lake Road  
Orlando, FL 32819

**ARTICLE VI**

**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

**ARTICLE VII**

**ADMISSION OF NEW MEMBERS**

Additional Members may be admitted from time to time on such terms and conditions as are set forth in the Operating Agreement of the Company.

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2002 JAN 30 PM 2:20  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLE VIII**

**DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION,**

**DISSOLUTION OF MEMBER**

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business of the Company as provided in the Operating Agreement of the Company.

**ARTICLE IX**

**AMENDMENT**

This Company reserves the right to amend or repeal any provisions contained in these articles of organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation.

**ARTICLE X**

**HEADINGS AND CAPTIONS**

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, this 29<sup>th</sup> day of January, 2002.

  
\_\_\_\_\_  
Charles Whittall, Member

  
\_\_\_\_\_  
Lee J. Maher, Member

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

**BALDWIN PARK VILLAGE, L.L.C.** (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated **Charles Whittall** as its Registered Agent to accept service of process within the State of Florida with its registered office located at 7505 W Sand Lake Road, Orlando, FL 32819.

**ACKNOWLEDGMENT**

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 29<sup>th</sup> day of January, 2002.

  
\_\_\_\_\_  
Charles Whittall  
Registered Agent

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2002 JAN 30 PM 2:28  
CLERK OF CIRCUIT COURT  
JALANASSEE, FLORIDA

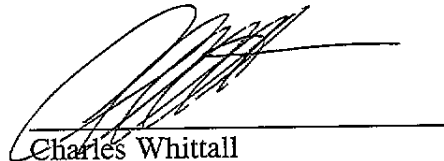
STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared CHARLES WHITTALL, who, upon first being duly sworn, deposes and says:

1. That he is a member of BALDWIN PARK VILLAGE, L.L.C., a limited liability company, and has the authority to make this Affidavit on its behalf.
2. That the company has at least one (1) member.

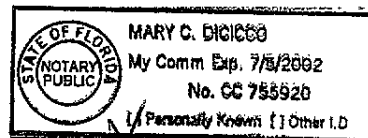
FURTHER AFFIANT SAYETH NOT.

  
Charles Whittall

SWORN TO and SUBSCRIBED  
before me this 29<sup>th</sup> day  
of January, 2002.

  
NOTARY PUBLIC

Typed or Printed Name \_\_\_\_\_  
Personally Known \_\_\_\_\_ OR  
Produced Identification \_\_\_\_\_  
Type of ID Produced \_\_\_\_\_



FILED  
2002 JAN 30 PM 2:28  
DIVISION OF  
CORRECTIONS  
TALLAHASSEE, FLORIDA