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April 3, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Claytor Exchange, LLC

**Filing Evidence**

☒ Plain/Confirmation Copy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

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-04/03/02--01045--022  
\*\*\*125.00 \*\*\*\*125.00

**NEW FILINGS**

Profit

Non Profit

☒ Limited Liability

Domestication

Other

**AMENDMENTS**

Amendment

Resignation of RA Officer/Director

Change of Registered Agent

Dissolution/Withdrawal

Merger

**REGISTRATION/QUALIFICATION**

Foreign

Limited Liability

Reinstatement

Trademark

Other

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TALLAHASSEE, FLORIDA

702000007903

# ARTICLES OF ORGANIZATION

OF

## CLAYTOR EXCHANGE, LLC

The undersigned organizer hereby forms a Limited Liability Company under Chapter 608 of the laws of the State of Florida.

### ARTICLE I. NAME

The name of the Limited Liability Company ("Company") shall be:

**Claytor Exchange, LLC**

### ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The address of the principal place of business of this Company shall be 1900 N.W. Corporate Blvd., Suite 201E, East Building, Boca Raton, Florida 33431, and the mailing address of the Company shall be the same.

### ARTICLE III. TERM OF EXISTENCE

This Company shall commence its existence on the date these Articles are filed, pursuant to Florida Statutes Section 608.409; and shall exist until December 31, 2051 or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

### ARTICLE IV. NATURE OF BUSINESS

This Company is being formed for the single purpose of acquiring title to and owning certain replacement property in order to facilitate a tax-deferred, reverse, like-kind exchange under Internal Revenue Code Section 1031.

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**ARTICLE V. NEW MEMBERS**

No new members shall be admitted without the consent of sixty-six percent (66%) of existing members.

**ARTICLE VI. CONTINUATION OF COMPANY**

Remaining members of this Company shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any event that terminates the continual membership of a member in the limited liability company, upon the sixty-six percent (66%) vote of the remaining members.

**ARTICLE VII. MANAGEMENT**

The Company shall be managed by its member pursuant to Florida Statutes Section 608.222.

The name and address of the member is as follows:

Florida Exchange Corporation  
1900 N.W. Corporate Blvd., Suite 201E, East Building  
Boca Raton, Florida 33431

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**ARTICLE VIII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

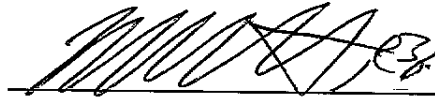
1. The name of the initial registered agent of the Company is Jeff M. Novatt, Esquire.
2. The street address of the initial registered office of the Company shall be CHEFFY, PASSIDOMO, WILSON & JOHNSON, LLP , 821 Fifth Avenue South, Suite 201, Naples, Florida 34102. The mailing address shall be CHEFFY, PASSIDOMO, WILSON & JOHNSON, LLP, 821 Fifth Avenue South, Suite 201, Naples, Florida 34102.

**ARTICLE IX. ORGANIZER**

The name and street address of the Organizer to these Articles of Organization is:

Jeff M. Novatt, Esquire  
Cheffy, Passidomo, Wilson & Johnson  
821 Fifth Avenue South  
Suite 201  
Naples, FL 34102

IN WITNESS WHEREOF, the undersigned, has hereunto set his hands, on this 2<sup>nd</sup> day of April, 2002.

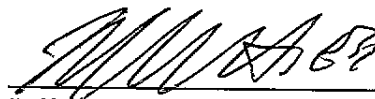


Jeff M. Novatt, Esq.  
Authorized Representative

**ACCEPTANCE**

I agree, as Registered Agent, to accept service of process; to keep my office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with and accept the obligations of my position as registered agent.

WITNESS my hand this 2<sup>nd</sup> day of April, 2002, in the City of Naples, State of Florida.



Jeff M. Novatt, Esquire  
Registered Agent

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