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LAW OFFICES

Green, Kahn & Piotrkowski, P.A.

A PROFESSIONAL ASSOCIATION

317 SEVENTY-FIRST STREET MIAMI BEACH, FLORIDA 33141

Karen B. Cohen Marvin M. Green Bruce H. Hornstein Donald J. Kahn Joel S. Piotrkowski

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OFFICE: (305) 865-4311 FACSIMILE: (305) 861-8813

July 15, 2002

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32301

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Re: Articles of Organization of

Bayshore Gandy Investments, LLC

Gentlemen:

Enclosed herewith are the Articles of Organization for Bayshore Gandy Investments, LLC.

Also enclosed herewith is our check in the amount of \$155.00 representing the following:

Filing Fee \$100.00
Resident Agent Fee 25.00
Certified Copy 30.00

BK

Total:

\$155.00

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

Ver

If you have any questions, please addise.

truly yours,

JOEL S. PIOTRKOWSKI

JSP:ss

Enclosures --

ARTICLES OF ORGANIZATION

OF

BAYSHORE GANDY INVESTMENTS, LLC

The undersigned, desiring to form a limited liability company pursuant to Chapter 608, Florida Statutes, state:

ARTICLE I

NAME

The name of this limited liability company is BAYSHORE GANDY INVESTMENTS, LLC.

ARTICLE II

DURATION

The duration of the limited liability company shall commence upon the filing of these Articles of Organization with the Florida Department of State and the issuance of the certificate of organization, and shall terminate fifty (50) years form the date of such certificate.

ARTICLE III .

PURPOSE _ T TTT TTTT

It is the purpose of the limited liability company to engage in any activity or business permitted under the laws of the United States and of the State of Florida, including but not limited to acquiring, owning, holding, improving, using, selling, conveying, mortgaging or otherwise dealing in or with real or personal property, or interests in real or personal property, wherever situated.

ARTICLE IV

ADDRESS

The mailing address and the address of the place of business of the limited liability company in the State of Florida is 12710. Casey Road, Tampa, FL 33624, and the name and address of its initial Registered Agent is Joel S. Piotrkowski, Esquire, 317 - 71st Street, Miami Beach, Florida 33141.

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SECRETARISSEE FLORIDA
TALLAMASSEE FLORIDA

ARTICLE V

CASH AND PROPERTY CONTRIBUTED

The total amount of cash and a description and agreed value of property other than cash contributed is as follows: Cash in the amount of \$1,000.00.

ARTICLE VI

ADDITIONAL CONTRIBUTIONS

There is no agreement among the members to make agreement to make agreement among the members and agreement among the members are agreement among the members and agreement among the members are agreement and agreement among the members are agreement and agreement among the members are agreement and agreement and agreement among the members are agreement and agreement agreement and agreement and agreement among the members are agreement and agreement agreement among the members and agreement agreement and agreement and agreement and agreement agreement and agreement agreement and agreement agreement agreement and agreement agreement

ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

The members shall have the right to admit additional members only upon the unanimous consent of the members and only in the event if the new member assumes the existing obligations set forth in the operating agreement.

ARTICLE VIII

CONTINUITY OF BUSINESS

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE IX

MANAGEMENT

Management of the limited liability company is reserved to the members, whose names and addresses are as follows: _____

Alfredo Seidner, Trustee - 12710 Casey Road, Tampa, FL 33624

ARTICLE X

INDEMNIFICATION

The limited liability company shall indemnify any member, or former member, and agents of all members, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed Articles of Organization as of this 15th day of July 2002. ... STATE OF FLORIDA :55. COUNTY OF MIAMI-DADE The foregoing instrument was acknowledged before me this 15th day of . July , 2002 by Alfredo Seidner, Trustee, who is personally known to me or who has produced as identification and who did take an oath. MY COMMISSION # CC809803 EXPIRES April 30, 2003 BONDED THRU TROY FAIN INSURANCE, INC. Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and / lam familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.E. Registered Agent.

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SECRETARY OF STATE
ALLAMASSEE F. STATE