

Division of Corporations

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Florida Department of State
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From: Account Name : ROETZEL & ANDRESS
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LIMITED LIABILITY COMPANY

NAP Oslo 43 LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
NAP Oslo 43 LLC**

a Florida Limited Liability Company

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 NAP Oslo 43 LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 12995 South Cleveland Avenue, Suite 214, Fort Myers, Florida 33907.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Stephen E. Thompson, Esq., Roetzel & Andress, 850 Park Shore Drive, Third Floor, Naples, Florida 34103.

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 only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company.

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ARTICLE VI - TERMINATION OF EXISTENCE

Upon the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members; provided, however, that the occurrence of any of the events described in Florida Statutes 608.4237 (1) (a) through (f), inclusive, and (2) shall not operate to terminate membership of a member in the Company or dissolve the Company unless the remaining member(s) properly files articles of dissolution with the Department of State.

ARTICLE VII - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial three (3) managers of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
North American Properties Investors, Inc., a Florida corporation	12995 South Cleveland Avenue Suite 214, Fort Myers, FL 33907
Samanna Corporation, an Ohio corporation	8160 Corporate Park Drive Suite 220, Cincinnati, OH 45242
Dale G. Hafele	12995 South Cleveland Avenue Suite 214, Fort Myers, FL 33907

Each manager is expressly authorized to act on behalf of the Company. The execution of any document by one or more managers will fully bind the Company.

ARTICLE VIII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Cincinnati, Ohio, on this 18th day of October, 2002.

Member:

SAMANNA CORPORATION,
an Ohio corporation

By: Mark S. Kanter
Mark S. Kanter, President

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STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 18th day of October, 2002, by Mark Kanter, as the President of Samanna Corporation, an Ohio corporation, the initial Member of NAP Oslo 43 LLC. He is (X) personally known to me or () has produced _____ identification.

Martin E. Mooney
NOTARY PUBLIC
Name: _____
(Type or Print)
My Commission Expires: _____

MARTIN E. MOONEY, Attorney at Law
NOTARY PUBLIC - STATE OF OHIO
My commission has no expiration
date. Section 147.03 R, O.

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NAP Oslo 43 LLC

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of NAP Oslo 43 LLC, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.



Stephen E. Thompson
Registered Agent

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