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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

SHOPPES OF MONTEREY, LLC

BN

Certificate of Status	0
Certified Copy	0
Page Count	02
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**ARTICLES OF ORGANIZATION
OF
SHOPPES OF MONTEREY, LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

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STATE
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ARTICLE I

The name of this limited liability company shall be: Shoppes of Monterey, LLC

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be 500 Australian Avenue South, Suite 710, West Palm Beach, Florida, 33401, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 500 Australian Avenue South, Suite 710, West Palm Beach, Florida, 33401. The initial registered agent at that address is Herbert F. Kahlert.

ARTICLE IV

This limited liability company will be a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 26th day of November, 2002.


Herbert F. Kahlert, Member

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

FIRST -- The name of the limited liability company is Shoppes of Monterey, LLC

SECOND -- The name and address of the registered agent and office is:

Herbert F. Kahlert
500 Australian Avenue South
Suite 710
West Palm Beach, Florida 33401

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TALLAHASSEE, FLORIDA

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 I am familiar with and accept the obligations of my position as registered agent.

Dated this 26th day of November, 2002.


Herbert F. Kahlert, Registered Agent

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