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June 9, 2003

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

Gateway Lakes Warehouses, LLC

Filing Evidence

- Plain/Confirmation Copy
- □ Certified Copy

Retrieval Request

- □ Photocopy
- □ Certified Copy

- **Type of Document** *€*
- □ Certificate of Good Standing
- □ Articles Only
- All Charter Documents to Include Articles & Amendments
- □ Fictitious Name Certificate
- \Box Other

	NEW FILINGS	
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	Non Profit	
x	Limited Liability	
	Domestication	
	Other	

OTHER FILINGS
Annual Reports
Fictitious Name
Name Reservation
Reinstatement

AMENDMENTS
Amendment
Resignation of RA Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

REGISTRATION/QUALIFICATION
Foreign
Limited Liability
Reinstatement
Trademark
Other

FLORIDA LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION

Pursuant to Florida Statutes Chapter 608, "The Florida Limited Limibility Company Act", as amended, the below named entity adopts these Articles of Organization, in accordance with the following:

ARTICLE I - NAME.

The name of the Limited Liability Company is:

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Gateway Lakes Warehouses, LLC

ARTICLE II - ADDRESS.

The mailing address and street address of the principal office of the Limited Liability Company is:

107 Cherry Street New Canaan, CT 06840

ARTICLE III -REGISTERED AGENT.

The name and the Florida street address of the registered agent is:

Miller, South, Milhausen & Carr, P.A. c/o Richard D. Baxter, Esq. 2699 Lee Road, Suite 120 Winter Park, FL 32789 Telephone (407) 539-1638 Facsimile (407) 539-2679

Having been named as registered agent and to accept service of process for the above named 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Richard D. Baxter, Attomey / Registered Agent's Signature

ARTICLE IV - MANAGEMENT. (Check the appropriate box and complete the statement)

A. The Limited Liability Company (LLC) is to be managed by a manager or managers' and the names and addresses of such managers who are to serve as managers are:

> Jonathan P. Garrity 107 Chenry Street New Canaan, CT 06840

The Limited Liability Company is to be managed by the members and the name and address(cs) of the managing member(s) is/are:

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS.

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

The existing members of this LLC must approve the admission of new members by unanimous vote. Upon such approval, new members shall be accorded all rights associated with membership in this LLC.

ARTICLE VI - EFFECTIVE DASE: PERPETUAL EXISTENCE

These Articles of Organization shall be effective and this Limited Liability Company's existence shall commente upon the filing of these Articles of Organization by the Secretary of State. Thereaster, this Limited Liability Company shall exist perpetually, except as otherwise provided by Sections 608.441, 608.448 and 608.449 of the Florida Statutes.

Signature of the member of an sethorized representative of the member

Cambridge Hanover Value Added Fund I, LP, a Delaware limited partnership (the MEMBER),

by its General Partner, CH Value Added Fund 1, LLC, a Connecticut limited liability company, by its Managing Member, Jonathan P. Garrity

(Typed name of Member).

(in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)