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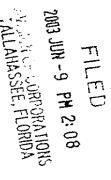
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### CAROL J. DUNN 3191 B HARBOR BLVD. PORT CHARLOTTE, FL 33952 (941) 629-8886

June 3, 2003

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314

SUBJECT: THE CITY MARKETPLACE, LLC

Enclosed is an original and (1) copy of the Articles of Organization and a check in the amount of \$125.00. This represents \$100.00 filing fee and \$25.00 designation of Registered Agent fees.

Thank you in advance for your assistance.

Carol J. Dunn

CJD/dem

## ARTICLES OF ORGNIZATION OF THE CITY MARKETPLACE, LLC

The undersigned, Carol J. Dunn, Executes these Articles of Organization for the purpose of forming and does hereby form a limited liability company under the laws of the State of Florida in accordance with the following provisions.

#### **ARTICLE I**

The name of the limited liability company is THE CITY MARKETPLACE LLC(the "Company").

#### **ARTICLE II**

#### Initial Registered Office and Registered Agent

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

Carol J. Dunn 3191-B Harbor Blvd. Port Charlotte, Fl 33952

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 as provided for in Chapter 608, F.S.

Registered Agent's Signature

#### ARTICLE III

#### Initial Principal Office

The mailing address of the initial principal office of the Company in the State of Florida is 3191-B Harbor Blvd., Port Charlotte, Fl. 33952

#### **ARTICLE IV**

The company is to be managed by its members.

EXECUTED AND ACKNOWLEDGED by the undersigned at Port Charlotte, Florida this 3 day of June, 2003.

Carol J. Dunny

THIS INSTRUMENT PREPARED BY

Stevens Tax Service 2805 Tamiami Trail Punta Gorda, Fl 33950

(941) 639-0680

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