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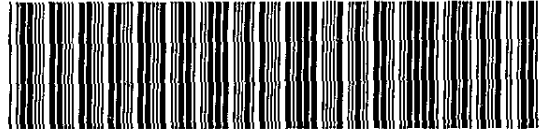
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 166902 7107883

AUTHORIZATION : *Patricia P. P.*

COST LIMIT : \$ 160.00

FILED
03 JUL 14 PM 3:21
SEAL STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 14, 2003

ORDER TIME : 10:26 AM

ORDER NO. : 166902-005

CUSTOMER NO: 7107883

CUSTOMER: W. Scott Callahan, Esq
Stump Storey & Callahan, P.a.

Suite 200
37 North Orange Ave.
Orlando, FL 32801

DOMESTIC FILING

NAME: EARTHMARK SPRING LAKE, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 1155

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION OF EARTHMARK SPRING LAKE, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: EARTHMARK SPRING LAKE, LLC

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: c/o Herons Glen, 12800 University Drive, Suite 400, Ft. Myers, Florida 33907.

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be until December 31, 2050, unless terminated before that.

ARTICLE IV — Management:

- ☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- XX** The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

EARTHMARK COMPANIES, LLC,
a Florida limited liability company
c/o Rosen Development Group, LLC
550 Mamaroneck Avenue, Suite 505
Harrison, New York 10528

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 determined by the Managing Member.

ARTICLE VI — Members' Rights to Continue Business

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

ARTICLE VII — Registered Agent

FILED
JUL 14 PM 3:21
TALLAHASSEE, FLORIDA

The address of the registered office of the Limited Liability Company in Florida is c/o Stump, Storey, Callahan & Dietrich, P.A., 37 North Orange Avenue, Suite 200, Orlando, Florida, 32801. The Limited Liability Company's registered agent at that address is W. Scott Callahan, Esquire.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 11th day of July, 2003.

EARTHMARK COMPANIES, LLC,
a Florida limited liability company

By: 

W. Scott Callahan, as Authorized Agent

(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.)

EARTHMARK COMPANIES, LLC,
a Florida limited liability company

By: 

W. Scott Callahan, as Authorized Agent

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for EARTHMARK SPRING LAKE, LLC, at the place designated in the Articles of Organization, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statutes 608. The address of the Registered Agent is c/o Stump, Storey, Callahan & Dietrich, P.A., 37 North Orange Avenue, Suite 200, Orlando, Florida, 32801.


W. Scott Callahan

Date: July 11, 2003