

SEP-30-2003 TUE 04:53 PM SMOOT ADAMS

Division of Corporations

FA NO 394800

Page 1 of 1

**L03000037370**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H03000287573 7)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : SMOOT, ADAMS, EDWARDS, DORAGH & BRINSON, P.A.  
Account Number : 071600002745  
Phone : (239) 489-1776  
Fax Number : (239) 489-2444

RECEIVED  
03 SEP 31 AM 7:50  
DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

**MKELT Investment Property, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

01 SEP 30 AM 9:42  
DIVISION OF CORPORATIONS

Electronic Filing Mark

Corporate Filing

Public Access Mark

UB  
10-1-03

HO3000287573 7

## ARTICLES OF ORGANIZATION

### OF

#### MKELT INVESTMENT PROPERTY, LLC

1. Name. The name of this limited liability company is MKELT Investment Property, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608, Florida Statutes.

2. Duration. The Company shall exist from September 30, 2003, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. Place of Business. The mailing address and street address of the Company's principal office is 4415 Metro Parkway, Suite 325, Fort Myers, Florida 33916.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Pete Doragh. The street address of the initial registered agent of the Company is 4415 Metro Parkway, Suite 325, Fort Myers, Florida 33916.

6. Management of the Company. The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members of the Company and is, therefore, a manager-managed company.

7. Additional Members. Additional members to the Company may not be admitted.

8. Operating Agreement. The managers shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

9. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

10. Certificated Interests. The members' interests in the Company may, in the discretion of the managers, be evidenced by certificates.

11. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and

HO3000287573 7

03 SEP 30 AM 9:42

FILED  
ADAMS  
FULTON

SEP-30-2003 TUE 04:54 PM SMOOT ADAMS

FAX NO. 12394892444

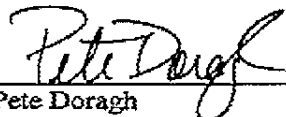
P. 03/04

H03000287573 7

the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

12. Sole Initial Member. The Sole Initial Member shall be Smoot, Adams, Edwards, Doragh and Brinson, P.A.

The undersigned has executed these Articles of Organization effective as of the September 30, 2003, as authorized representative of the Member(s).

  
Pete Doragh

APPROVED  
AND  
FILED  
03 SEP 30 AM 9:42  
RECEIVED  
AT THE OFFICE OF THE  
CLERK OF THE DISTRICT COURT

H03000287573 7

SEP-30-2003 TUE 04:54 PM SMOOT ADAMS


FAX NO. 12394892444

P. 04/04

H03000287573 7

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Pete Doragh

Dated: September 30, 2003

03 SEP 30 AM 9:42  
SECRETARY OF STATE  
FALLS CHURCH, VA 22044

AND  
FILED

H03000287573 7