

Sent By: HARRISON HENDRICKSON;

Division of Corporations

LO3000043168

Florida Department of State
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To: Division of Corporations
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LIMITED LIABILITY COMPANY

ADLER REAL ESTATE, LLC

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STATE OF FLORIDA

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ARTICLES OF ORGANIZATION

FOR

ADLER REAL ESTATE, LLC

The undersigned, organizing Member of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The name of the Company is ADLER REAL ESTATE, LLC.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue perpetually until dissolved in accordance with Section 608.441 of the Act.

ARTICLE III

Purpose

The Company is created for purposes of engaging in any lawful activity deemed appropriate by the members from time to time.

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ARTICLE IV
Principal Office

The street address of the principal office of the Company shall be 1509 – 53rd Avenue West, Bradenton, Florida 34207, and the mailing address shall be the same.

ARTICLE V
Registered Agent and Office

The initial registered agent for the Company shall be JONATHAN A. ADLER, and the address of the registered agent for service of process shall be 1509 -- 53rd Avenue West, Bradenton, Florida 34207.

ARTICLE VI
Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

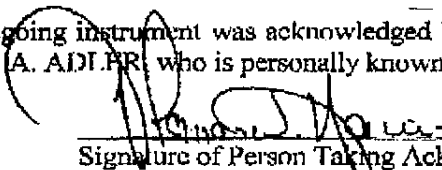
IN WITNESS WHEREOF, the undersigned organizing member of ADLER REAL ESTATE, LLC, has executed these Articles of Organization this 6 day of November, 2003.



JONATHAN A. ADLER
Organizing Member

STATE OF FLORIDA
COUNTY OF MANATEE


The foregoing instrument was acknowledged before me this 6 day of November, 2003, by JONATHAN A. ADLER, who is personally known to me and did not take an oath.



Signature of Person Taking Acknowledgment

Name of Notary Public
THOMAS W. HARRISON
Notary Public, State of Florida
My Comm. Expires Jan 24, 2007
Comm. No. DD 189126
Stamped

My commission expires:

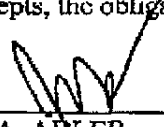
 THOMAS W. HARRISON
Notary Public, State of Florida
My Comm. Expires Jan 24, 2007
Comm. No. DD 189126

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APPROVED
FILE

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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR ADLER REAL ESTATE, L.L.C.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.



JONATHAN A. ADLER

DATED: 11/6/03

APPROVED
AND
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STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DALLAS