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Division of Corporations

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LIMITED LIABILITY COMPANY

NAVARRE SHOPPES, L.L.C.

Certificate of Status	1
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**ARTICLES OF ORGANIZATION OF  
NAVARRE SHOPPES, L.L.C.**

The undersigned, acting as the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

**ARTICLE I**

**NAME**

The name of the limited liability company shall be **NAVARRE SHOPPES, L.L.C.** (the "Company").

**ARTICLE II**

**ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 505 S. Flagler Drive, Suite 1010, West Palm Beach, Florida 33401, Attn: Scott A. Johnson.

**ARTICLE III**

**REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Scott A. Johnson, 505 S. Flagler Drive, Suite 1010, West Palm Beach, Florida 33401.

**ARTICLE IV**

**TRANSFERABILITY OF MEMBERSHIP INTERESTS**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become

PREPARED BY:  
LYNDA J. HARRIS, ESQ.  
FLORIDA BAR NO. 462144  
CARLTON FIELDS, P.A.  
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WEST PALM BEACH, FLORIDA 33402

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a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

### ARTICLE V MANAGEMENT

The Company will be a manager-managed company. The name and address of each manager is:

<u>Name</u>	<u>Address</u>
Richard S. Johnson	505 S. Flagler Drive, Suite 1010 West Palm Beach, Florida 33401
Richard S. Johnson, Jr.	505 S. Flagler Drive, Suite 1010 West Palm Beach, Florida 33401
Scott A. Johnson	505 S. Flagler Drive, Suite 1010 West Palm Beach, Florida 33401
Patrick C. Koenig	505 S. Flagler Drive, Suite 1010 West Palm Beach, Florida 33401

The rights and duties of the Managers shall be as provided in the Operating Agreement of the Company.

### ARTICLE VI COMPANY EXISTENCE

The Company's existence shall begin effective as of the date of filing these Articles of Organization with the Florida Department of State.

The undersigned authorized representative executed these Articles of Organization on December 29, 2003.

  
SCOTT A. JOHNSON

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT,  
IN THE STATE OF FLORIDA

The name of the limited liability company is **NAVARRE SHOPPES, L.L.C.**

The name of the initial registered agent of the limited liability company is **SCOTT  
A. JOHNSON**, and the address of the office of the registered agent is 505 S. Flagler  
Drive, Suite 1010, West Palm Beach, Florida 33401.

**REGISTERED AGENT ACCEPTANCE**

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 that 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.



SCOTT A. JOHNSON,  
Registered Agent

Date: December 29, 2003

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STATE OF FLORIDA

COUNTY OF PALM BEACH

This foregoing instrument was acknowledged before me this 27<sup>th</sup> day of December, 2003, by SCOTT A. JOHNSON. He (☒) is personally known to me or (☐) has produced \_\_\_\_\_ as identification.

Signature)

*Lisa Lyda*

(AFFIX NOTARIAL SEAL)



Lisa Lyda  
My Commission DD217974  
Expires August 30, 2007

Lisa Lyda  
(Printed Name)  
NOTARY PUBLIC, STATE OF Florida  
August 30, 2007  
(Commission Expiration Date)  
DD217974  
(Serial Number, If Any)

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