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(City/State/Zip/Phone #)

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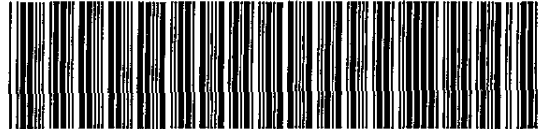
(Business Entity Name)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JAN 8 2004

SHEPPARD, BRETT, STEWART, HERSCH & KINSEY, P.A.

ATTORNEYS AT LAW

Firm Established 1924

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JOHN W. SHEPPARD *

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- * CERTIFIED PUBLIC ACCOUNTANT (FL)
- + ALSO ADMITTED IN IOWA

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JOHN K. WOOLSLAIR (1908-1968)
W. A. SHEPPARD (1898-1971)

December 30, 2003

Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

RE: CROSS ROADS-FRANKLIN ARMS, LLC

Dear Sirs:

Enclosed herewith are proposed Articles of Organization in reference to the captioned Limited Liability Company. Also enclosed is our check in the amount of \$125.00 to cover the following:

Filing Fee	\$ 100.00
Resident Agent Fee	\$ <u>25.00</u>
	\$ 125.00

If the Articles of Organization meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Organization.

Very truly yours,

SHEPPARD, BRETT, STEWART, HERSCH, & KINSEY, P.A.


JAY A. BRETT

JAB/ldt
Enclosures
B-3507

cc: Mr. Scott D. Cray

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF

CROSS ROADS-FRANKLIN ARMS, LLC

The undersigned, being authorized to form a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of the Limited Liability Company shall be CROSS ROADS-FRANKLIN ARMS, LLC ("Company"). The mailing address and the principal office of the Company shall be 1428 Brandywine Circle, Fort Myers, Florida 33919.

ARTICLE II
DURATION

The Company shall commence its existence upon the filing of these Articles of Organization, and its existence shall be perpetual unless the Company is dissolved as provided in the Florida statutes or in the Operating Agreement for the Company.

ARTICLE III
PURPOSES AND POWERS

The general purpose for which the Company is organized is to own, hold, develop, manage, lease and sell real property. The Company shall also be authorized to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is JAY A. BRETT, of 2121 West First Street, Fort Myers, Florida 33901.

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ARTICLE V
MANAGEMENT

The Company shall be managed by the members in accordance with the Operating Agreement adopted from time to time by the members for the management of the business and affairs of the Company. Such Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with Florida law or these Articles of Organization.

IN WITNESS WHEREOF, I have executed these Articles of Organization at Fort Myers, Florida, as an authorized representative of a Member and acknowledged them to be my act for the foregoing uses and purposes this 30 day of December, 2003.


JAY A. BRETT

Authorized Agent under F.S. 608.407(3)

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 30th day of DECEMBER, 2003, by JAY A. BRETT, who (☒) is personally known to me or (☐) has produced _____ as identification.

(SEAL)
Comm. Expire
Comm. No.




Notary Public

LAUREN D. TAYLOR

Printed Notary Signature

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for CROSS ROADS-FRANKLIN ARMS, LLC, at the place designated herein, 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. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608, Florida Statutes.


JAY A. BRETT

Date: Dec. 30, 2003