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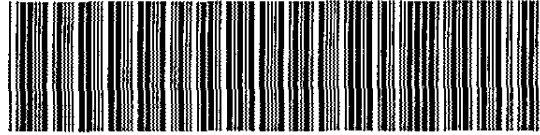
(Business Entity Name)

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TALLAHASSEE, FLORIDA

372



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 445055 152759A

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 155.00

FILED
04 FEB 17 AM 8 32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 17, 2004

ORDER TIME : 3:27 PM

ORDER NO. : 445055-005

CUSTOMER NO: 152759A

CUSTOMER: Jennifer L. Nelson
John A. Nold, P.a.

995 North Collier Boulevard

Marco Island, FL 34145

DOMESTIC FILING

NAME: PURDY-BUCK-WILKINS, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION OF PURDY-BUCK-WILKINS, LLC
(a limited liability company)

FILED
FEB 17 AM 10:23
ALLAHSCHE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act (the "Act"), do sign, verify and deliver in duplicate to the Secretary of State of the State of Florida these Articles of Organization.

ARTICLE I
Name

The name of the limited liability company (which is hereinafter referred to as the "Company") shall be: PURDY-BUCK-WILKINS, L.L.C. (a limited liability company).

ARTICLE II
Period of Duration

The Company shall exist for thirty (30) years from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, unless sooner dissolved according to law.

ARTICLE III
Objects and Purposes

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: (1) to purchase and sell investment real estate properties; and (2) to carry on any business or activity related to or in connection with the foregoing and to have and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.

ARTICLE IV
Registered Office and Agent

The original registered agent and registered office of the Company will be John A. Nold, P.A., 995 North Collier Boulevard, Marco Island, Florida 34145. The Company's principal place of business and mailing address in Florida is 466 Driftwood Court, Marco Island, Florida 34145.

ARTICLE V
Contributions

The total amount of initial cash contribution is \$500.00 and other property consisting of assets for the real estate property investment business with a net agreed value of

\$1,600,000.00 with combined initial cash and property contribution of One Million Six Hundred Thousand Five Hundred and 00/100 Dollars (\$1,600,500.00).

ARTICLE VI
Additional Contributions

Unless all Members agree in writing, no Member shall have any obligation to make any additional contributions to the Company.

ARTICLE VII
Additional Members

The existing Members shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement.

ARTICLE VIII
Continuation of Business

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of an event which terminates the continued Membership of a Member in the Company, the remaining Members of the Company shall have the right to continue the business of the Company if they unanimously agree to continue the business of the Company. The remaining Members must agree within sixty (60) days from the date of such event whether or not to continue the business of the Company. In the event that the remaining Members fail to continue the business of the Company within such sixty (60) day period, the Company shall be dissolved and liquidated in accordance with the provisions of the Act.

ARTICLE IX
Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Managers, and the rights and obligations of its Members, to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

ARTICLE X
In-Kind Distribution

A Member shall have such rights to demand and receive in-kind distributions as may be provided for in the Company's Operating Agreement.

ARTICLE XI
Management

The business of the Company shall be conducted under the exclusive management of its Members who shall have exclusive authority to act for the Company in all matters. The Members may from time to time designate certain Members as Officers to act for the Company in certain matters as specified by the Operating Agreement. The names and addresses of the Members are as follows: **John Buck**, c/o the John Buck Company, One N. Wacker Drive, Suite 2400, Chicago, Illinois 60606; **Evans L. Purdy**, 466 Driftwood Court, Marco Island, Florida, 34145; **Patrick Wilkins**, 1000 Pettit Court, Marco Island, Florida 34145.

ARTICLE XII
Transferability of Interests

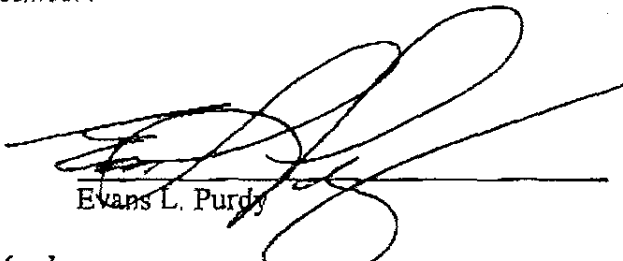
No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

DATED this 5th day of January, 2004.


Member:


John Buck

Member:


Evans L. Purdy

Member:


Patrick Wilkins

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 5th day of January, 2004, by JOHN BUCK, EVANS L. PURDY AND PATRICK WILKINS, who are personally known to me or who have produced _____ as identification and who did did not take an oath. NOTE: If a type of identification is not inserted in the blank provided, then the person executing this instrument is personally known to me. If the words "did not" are not marked, then the person executing this instrument did take an oath.

[SEAL OR STAMP]

Patricia J. Smith
Notary Public



PATRICIA J. SMITH
MY COMMISSION # DD 035029
EXPIRES: January 17, 2008
Bonded Thru Dredget Notary Services

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PURDY-BUCK-WILKINS, L.L.C., at the place designated in the Articles of Incorporation, John A. Nold agrees to act in this capacity, and agrees to comply with the provisions of Florida Statutes relative to keeping open such office.

Dated: 1/5/04

John A. Nold
John A. Nold