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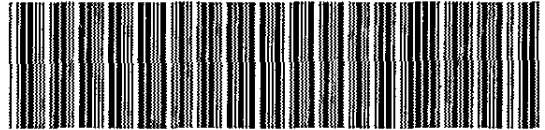
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DEPARTMENT OF STATE
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CORPORATION SERVICE COMPANY™

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ACCOUNT NO. : 072100000032

REFERENCE : 461037 80887A

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pyzik

ORDER DATE : February 26, 2004

ORDER TIME : 12:23 PM

ORDER NO. : 461037-005

CUSTOMER NO: 80887A

CUSTOMER: Ms. Linda S. Knauber
Frederick C. Kramer, Esq

Suite 201
950 North Collier Boulevard
Marco Island, FL 34145

DOMESTIC FILING

NAME: DIPIAZZA MARCO, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Jamela Fordyce - EXT. 2936

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

FOR

DiPIAZZA MARCO, LLC

a Florida Limited Liability Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608 entitled Florida Limited Liability Company Act, does hereby adopt the following articles of organization for such company:

1. **Name.** The name of the company shall be DiPIAZZA MARCO, LLC.

2. **Duration.** The period of the company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these articles of organization providing for the continued existence of the company subsequent to the foregoing events.

3. **Address.** The mailing and street address of the company is:

950 North Collier Boulevard, Suite 201
Marco Island, Florida 34145

4. **Registered Agent and Office.** The name and street address of the initial registered agent and office for the company is as follows:

Frederick C. Kramer 950 North Collier Boulevard, Suite 201
Marco Island, Florida 34145

5. **Admission of Additional Members and Terms and Conditions of such Admissions.** Additional members may be admitted upon the approval of each of the members of the company, upon the written application of such new member and in the manner set forth in the operating agreement of the company.

6. **Management of Company.** The business of the company shall be managed by a manager. The name and address of the initial manager who is to serve until the first annual meeting of members, at which time his successor is elected, is:

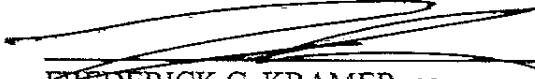
Frederick C. Kramer 950 North Collier Boulevard, Suite 201
Marco Island, Florida 34145

7. **Amendment of Articles of Organization.** Any amendment to these articles of organization shall be in accordance with Florida Statutes Chapter 608 and shall be filed with the Florida Department of State.

8. **Operating Agreement of the Company.** The power to adopt, alter, amend or repeal the operating agreement of the company shall be vested in the members.

9. **Transferability of Member's Interest.** An interest of a member of the company may be transferred or assigned to such extent and in the manner provided in the operating agreement. A member shall be entitled to the return of his contribution in the manner provided for in the operating agreement of the company.

IN WITNESS WHEREOF, the undersigned authorized representative, has hereunto set his hand and seal this 25 day of February, 2004.


FREDERICK C. KRAMER, as
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as registered agent of the company. Further, I acknowledge that I am familiar with and accept the obligations of that position.


FREDERICK C. KRAMER