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From: Account Name : ROETZEL & ANDRESS  
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LIMITED LIABILITY COMPANY

NAP APEX II LLC

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION  
OF  
NAP Apex II LLC**

**a Florida Limited Liability Company**

The undersigned, for the purpose of forming 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**

The name of the limited liability company shall be NAP Apex II LLC (the "Company").

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Company shall be 7500 College Parkway, Fort Myers, Florida 33907.

**ARTICLE III – DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

**ARTICLE IV – REGISTERED OFFICE AND AGENT**

The initial registered agent of the Company in the State of Florida is R&A Agents, Inc., an Ohio corporation qualified to transact business in Florida ("R&A"), and the street address of R&A is Trianon Centre, 850 Park Shore Drive, Third Floor, Naples, Florida 34103.

**ARTICLE V – ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company.

**ARTICLE VI – TERMINATION OF EXISTENCE**

Upon the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members; provided, however, that the occurrence of any of the events described in Florida Statutes 608.4237 (1) (a) through (f), inclusive, and (2) shall not operate to terminate membership of a member in the Company or dissolve the Company unless the remaining member(s) properly files articles of dissolution with the Department of State.

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#### ARTICLE VII - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company is:

<u>NAME</u>	<u>ADDRESS</u>
NAP Investments Management Company, Inc., a Georgia corporation	7500 College Parkway Fort Myers, FL 33907

The initial manager is expressly authorized to act on behalf of the Company. The execution of any document by one or more managers will fully bind the Company.

#### ARTICLE VIII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Fort Myers, Florida, on this 27 day of February, 2004.

Member:

North American Properties Investors, Ltd.,  
a Florida limited partnership

By: North American Properties Investors,  
Inc., a Florida corporation, its general  
partner

By:   
Susan M. Sprehn, Vice President

[ACKNOWLEDGMENT TO FOLLOW ON NEXT PAGE]



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STATE OF FLORIDA     )  
                              ) ss:  
COUNTY OF LEE        )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of February, 2004, by Susan M. Sprehn, as Vice President of North American Properties Investors, Inc., a Florida corporation, the general partner of North American Properties Investors, Ltd., a Florida limited partnership, the initial Member of NAP Apex II LLC, on behalf of said corporation, limited partnership and company. She is (X) personally known to me or ( ) has produced \_\_\_\_\_ as identification.



James B. Miller  
Commission #DD241104  
Expires: Aug 13, 2007  
Bonded Through  
Atlantic Bonding Co., Inc.

James B. Miller  
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## NAP Apex II LLC

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of NAP Apex II LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of registered agent.

R&A Agents, Inc.,  
an Ohio corporation qualified to transact  
business in Florida

By:   
Stephen E. Thompson, as Assistant Secretary

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