

03/25/2004 THU 9:59 FAX 239 334 4100 Henderson Franklin et al

03/25/2004

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

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Account Number : 075410002172
Phone : (239)334-4121
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04 MAR 25 AM 9:13

SECRETARY OF STATE
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

VS CEDARVILLE, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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3/26/04 JM

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ARTICLES OF ORGANIZATION

OF

VS CEDARVILLE, LLC

**ARTICLE I
NAME**

The name of the limited liability company shall be VS Cedarville, LLC (the "Company").

**ARTICLE II
MAILING ADDRESS AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company are:

3640 Work Drive
Fort Myers, Florida 33916

**ARTICLE III
INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are:

Kevin P. McNamara
3640 Work Drive
Fort Myers, Florida 33916

**ARTICLE IV
PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the state of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE V
MANAGEMENT OF THE COMPANY**

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The names and addresses of the initial Managers who shall serve as the Managers of the Company until their successors are elected and qualified are listed in Exhibit C of the Company's Operating Agreement.

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

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**ARTICLE VI
DURATION**

The Company shall exist from the date of filing these Articles of Organization with the Department of State and shall be dissolved upon the occurrence of any event of dissolution as described in the Operating Agreement of the Company.

**ARTICLE VII
OPERATING AGREEMENT**

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, the undersigned, being a Member of the Company, has executed these Articles of Organization, this 25 day of MARCH, 2004.


Kevin P. McNamara, Member

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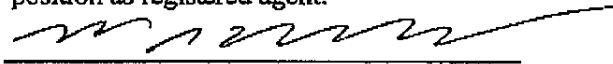
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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.

1. The name of the limited liability company is: VS Cedarville, LLC
2. The name and address of the registered agent and office are:

Kevin P. McNamara
3640 Work Drive
Fort Myers, Florida 33916

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 this 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.


Kevin P. McNamara, Registered Agent

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