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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 590853 80670A

AUTHORIZATION :

COST LIMIT : \$ 155.00

*Patricia Piquet*

ORDER DATE : April 26, 2004

ORDER TIME : 10:13 AM

ORDER NO. : 590853-005

CUSTOMER NO: 80670A

CUSTOMER: James A. Bonaquist, Jr., Esq  
Cardillo Keith & Bonaquist

3550 E. Tamiami Trail

Naples, FL 34112

DOMESTIC FILING

NAME: BRICK PROPERTY HOLDINGS, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: \_\_\_\_\_

*Handwritten notes and stamps on the right side of the page, including a date stamp 'APR 29 2004' and some illegible text.*

## **Articles of Organization of Brick Property Holdings, LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

### **ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **Brick Property Holdings, LLC**, (the "Company"), and its principal office shall be located at 757 Binnacle Drive, Naples, Florida 34103, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address of the Company shall be the same.

### **ARTICLE II PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of, the member(s) of this Company. This Article may be amended from time to time in the regulations of the Company by a unanimous vote of the member(s) of the Company.

### **ARTICLE IV MANAGEMENT**

Management of the Company is reserved to its member(s), whose name(s) and address(es) are as follows:

James A. Bonaquist, Jr., 757 Binnacle Drive, Naples, Florida 34103  
Peter R. Lynn, 2151 Jamieson Ave., Suite 1508, Alexandria, Virginia 22314

### **ARTICLE V MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent, or in accordance with the regulations adopted by the member(s). Contributions required of new members shall be determined as of the time of admission to the Company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members, or in accordance with the regulations adopted by the member(s).

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**ARTICLE VI  
DURATION**

The duration of the Company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the member(s).

**ARTICLE VII  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Company is 3550 East Tamiami Trail, Naples, Florida 34112, and the name of the company's initial registered agent at that address is Cardillo, Keith & Bonaquist, P.A.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 23rd day of April, 2004.

  
\_\_\_\_\_  
James A. Bonaquist, Jr., Organizer/Member

04/23/04  
FILED  
CLERK OF COURT  
JAMES A. BONAQUIST, JR.  
ORGANIZER/MEMBER

**Certificate Designating Place of Business or Domicile for the Service of  
Process Within this State, Naming Agent upon Whom Process May Be Served**

The undersigned limited liability company, organized under the laws of the State of Florida,  
submits as follows:

Brick Property Holdings, LLC, desiring to organize under the laws of the State of Florida with its  
principal place of business as indicated in the Articles of Organization at 757 Binnacle Drive, Naples,  
Florida 34103, has named Cardillo, Keith & Bonaquist, PA, 3550 East Tamiami Trail, Naples, County  
of Collier, State of Florida, 34112 as its Registered Agent to accept service of process within the State of  
Florida.

Brick Property Holdings, LLC

By: \_\_\_\_\_

James A. Bonaquist, Jr., Organizer/Member

Cardillo, Keith & Bonaquist, PA hereby accepts the designation as registered agent to accept  
service of process for the above stated limited liability company at the place designated in this statement.  
Cardillo, Keith & Bonaquist, PA further agree 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 its  
position as registered agent under Chapter 608, Florida Statutes.

Dated: April 23, 2004

Cardillo, Keith & Bonaquist, PA

By: \_\_\_\_\_

James A. Bonaquist, Jr.

04/23/04  
APR 23 2004  
FILED  
CLERK OF COURT  
CLERK OF COURT  
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