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Division of Corporations

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DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**Estero Preserve, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
ESTERO PRESERVE, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I -- NAME**

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

**ARTICLE II -- ADDRESS**

The mailing address and street address of the initial principal office of the Company shall be 8985 Star Tulip Court, Naples, Florida 34113.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization or in the Company's operating agreement.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company in the State of Florida are Michael Hoggatt, 8985 Star Tulip Court, Naples, Florida 34113.

**ARTICLE V -- ADMISSION OF NEW MEMBERS**

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

**ARTICLE VI -- WITHDRAWAL OF MEMBERS**

A member of the Company may withdraw from the Company upon the unanimous prior consent of all the nonwithdrawing members of the Company.

**ARTICLE VII -- TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the occurrence of events specified in the Company's Operating Agreement.

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ARTICLE VIII -- MANAGEMENT

The Company shall be managed by a Manager in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Naples, Florida, on this 12 day of MAY, 2004.

  
Michael Hoggatt, Authorized Representative

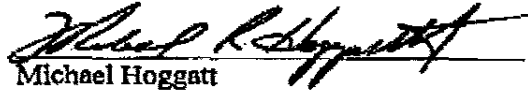
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**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of ESTERO PRESERVE, 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 his duties, and is familiar with and accept the obligations of the position of registered agent.

Date: 5/12, 2004

  
Michael Hoggatt

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