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GRIMES GOBEL

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**LIMITED LIABILITY COMPANY**

**SMR Arena Ventures, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION OF  
SMR ARENA VENTURES, LLC  
a Limited Liability Company**

**ARTICLE I**

**Name**

The name of the limited liability company ("Company") is SMR ARENA VENTURES, LLC.

**ARTICLE II**

**Address**

The mailing and street address of the Company's principal office is 6215 Lorraine Road, Bradenton, Florida 34202.

**ARTICLE III**

**Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Anthony Chiofalo. The address of the Company's registered agent is 6215 Lorraine Road, Bradenton, Florida 34202.

**ARTICLE IV**

The Limited Liability Company is to be managed by one or more members and is therefore a member-managed company. The name and address of each Managing Member is as follows:

<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
MGRM	SMR North 70, LLC, a Florida limited liability company	6215 Lorraine Road Bradenton, Florida 34202

**ARTICLE V**

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

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IN WITNESS WHEREOF, I have executed these Articles of Organization on this 22<sup>nd</sup> day  
of June, 2004.

SMR North 70, LLC,  
a Florida limited liability company,  
the Managing Member

By: Schroeder-Manatee Ranch, Inc.,  
a Delaware corporation, as sole member

By: 

Print Name: Brian J. Ufford

As Its: CEO

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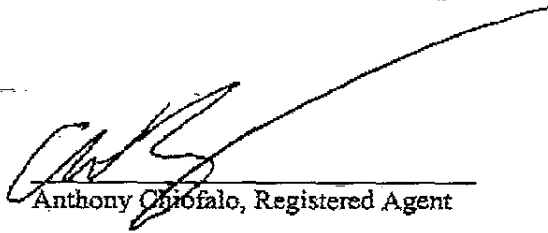
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is SMR ARENA VENTURES, LLC.
2. The name and the Florida street address of the registered agent and office are:  
Anthony Chiofalo, 6215 Lorraine Road, Bradenton, Florida 34202.

*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 as provided for in Chapter 608, Florida Statutes.*

Dated: June 22, 2004.

  
Anthony Chiofalo, Registered Agent

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