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EFFECTIVE DATE

07/27/04

07/28/04--01022--011 **125.00

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2004 JUL 28 PM 1:49
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BROWN JUL 30 2004

RICHARD M. JONES, PA
ATTORNEY AT LAW
163 TENTH AVENUE SOUTH
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FX: 239-262-5460

July 27, 2004

Registration Section
Division of Corporations
Secretary of State
409 Gaines Street
Tallahassee, Florida 32399

FEDERAL EXPRESS

Re: Pauker, LLC

Gentlemen:

Enclosed are Articles of Organization for the above Limited Liability Company together with a copy thereof. Also included is a check in the amount of \$125.00.

Please file the Articles of Organization. In addition, please forward to me a confirmation of your filing and the copy of Articles of Organization with your time stamp.

Please call me if you have any questions. Thank you.

Yours truly,

Richard M. Jones

ARTICLES OF ORGANIZATION OF PAUKER, LLC

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED SIGNATORY to these Articles of Organization, a natural person, competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida:

ARTICLE I - NAME

EFFECTIVE DATE
07/27/04

The name of this Limited Liability Company is:

Pauker, LLC.

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of this Limited Liability Company is:

3777 Tamiami Trail North
Naples, Florida 34103

ARTICLE III - EFFECTIVE DATE

The existence of this Limited Liability Company shall commence on the date of execution of these Articles of Organization by the Signatory hereto.

ARTICLE IV - MEMBER

The name and address of the initial and sole Member of this Limited Liability Company are:

McDonald Investments, Inc.
c/fbo Susan Pauker IRA
Account No. 84659565
4900 Tiedeman Road
Brooklyn, OH 44144

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Limited Liability Company is:

Suite 205
850 Central Avenue
Naples, FL 34102

and the name of the initial Registered Agent of this Limited Liability Company at said address is Richard M. Jones. By execution hereof, the said Richard M. Jones hereby accepts the foregoing designation as Registered Agent for this Limited Liability Company.

ARTICLE VI - MANAGEMENT

This Limited Liability Company shall be managed by a Manager who shall be appointed by the Member under the Operating Agreement, and only the Manager of this Limited Liability Company shall have the power and authority to bind this Limited Liability Company under contracts with third parties.

ARTICLE VII - PURPOSES AND POWERS

This Limited Liability Company is organized for the purpose of purchasing, selling, leasing, exchanging, improving, developing, marketing and otherwise acquiring, dealing with, and disposing of improved and unimproved real property, and this Limited Liability Company shall have all powers granted to limited liability companies under the laws of the United States and the State of Florida.

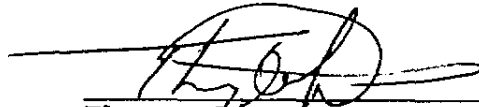
ARTICLE VIII - INDEMNIFICATION

This Limited Liability Company shall indemnify any Member or any former Member to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or in any Amendment hereto, and any rights conferred upon the Member are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Signatory has executed these Articles of Organization on this 27 day of July, 2004.

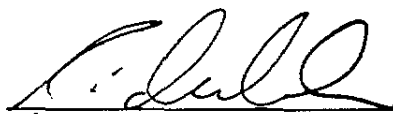


Thomas Dineen,
as Authorized Representative of
McDonald Investments, Inc.,
c/fbo Susan Pauker IRA

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ACCEPTANCE

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in the foregoing Articles of Organization, 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.



Richard M. Jones

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