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J. BRYAN SEP 23 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 898129 10250A

AUTHORIZATION :

COST LIMIT : \$ 125.00

Patricia Pigato

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TALLAHASSEE, FLORIDA

ORDER DATE : September 23, 2004

ORDER TIME : 11:23 AM

ORDER NO. : 898129-005

CUSTOMER NO: 10250A

CUSTOMER: Ms. Debbie Powley
Vogel Law Office

3936 Tamiami Trail North
Midwest Title Building, Suite
Naples, FL 34103-3592

DOMESTIC FILING

NAME: OLD FLORIDA 41 PROPERTIES,
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
OLD FLORIDA 41 PROPERTIES, LLC**

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**ARTICLE I
NAME**

The name of the Limited Liability Company is: **Old Florida 41 Properties, LLC**

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Limited Liability Company is: **28440 Old 41 Road, Suite 9, Bonita Springs, FL 34135**

**ARTICLE III
DURATION**

The period of duration of the Limited Liability Company shall be perpetual or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by the Members and the names and addresses of the initial Members are:

Anthony Barrett
13181 Southampton Drive
Bonita Springs, FL 34135

Mike Strippoli
1140 14th Avenue NE
Naples, FL 34120

**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

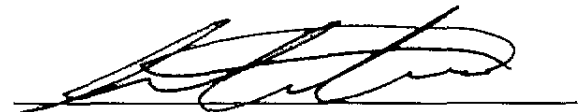
Upon approval by 51% of the Members, the company is authorized to issue additional Units in the company and to admit Additional Members to the Company.

ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company shall have the right to continue the business upon 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 Limited Liability Company.

These Articles are executed this 22nd day of September, 2004 by an undersigned Member of the Company, pursuant to Florida Limited Liability Company Act, Florida Statute §608.401 et seq.

MEMBER:


Mike Strippoli

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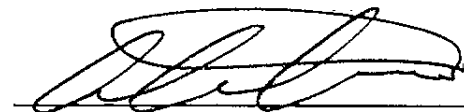
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 PR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is: **Old Florida 41 Properties, LLC**
2. The name and address of the registered agent and office is:

Mike Strippoli
28440 Old 41 Road, Suite 9
Bonita Springs, FL 34135

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.



Mike Strippoli
Registered Agent

Date: September 22, 2004

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