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2004 OCT 25 P 4: 02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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McDonald Hopkins

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McDonald Hopkins Co., LPA
Attorneys at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Cleveland | Columbus | West Palm Beach
Direct Dial: 216.430.2023
E-mail: mporter@mcdonalddhopkins.com

October 21, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: MARROB PROPERTIES, LLC

Dear Sir or Madame:

Enclosed please find 1) the original and one copy of the Articles of Organization of MARROB PROPERTIES, LLC, 2) a Transmittal Letter, and 3) a check in the amount of \$160.00 payable to the Division of Corporations. Please file the Articles of Organization and return a Certificate of Status and Certified Copy to Mary Clare Porter, the registered agent of MARROB PROPERTIES, LLC, at the address listed in the Transmittal Letter.

If you have any questions, please feel free to contact me at the number listed above.

Very truly yours,



Mark E. Porter

Enclosures

cc: Dr. and Mrs. Robert J. Porter

M_H

TRANSMITTAL LETTER

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TO: Registration Section
Division of Corporations

2004 OCT 25 P 4: 02

SUBJECT: MARROB PROPERTIES, LLC
(Name of Limited Liability Company)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mary Clare Porter

(Name of Person)

MARROB PROPERTIES, LLC

(Firm/Company)

Suite 2003, Cozumel 960 Cape Marco Drive

(Address)

Marco Island, Florida 34145

(City/State and Zip Code)

For further information concerning this matter, please call:

Mark E. Porter

(Name of Person)

at (216)

430-2023

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION

FILED

ARTICLE I

2004 OCT 25 P 4: 02

The name of the limited liability company is MARROB PROPERTIES, LLC and its address is Suite 2003 Cozumel, 960 Cape Marco Drive, Marco Island, Florida 34145.

CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

The mailing address and the street address of MARROB PROPERTIES, LLC is:

Principal Office Address

Suite 2003, Cozumel
960 Cape Marco Drive
Marco Island, Florida 34145

Mailing Address

Suite 2003, Cozumel
960 Cape Marco Drive
Marco Island, Florida 34145

ARTICLE III

The name and Florida street address of the registered agent are:

Mary Clare Porter
Suite 2003, Cozumel
960 Cape Marco Drive
Marco Island, Florida 34145

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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


Mary Clare Porter

ARTICLE IV

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The name and address of each Managing Member are as follows:

2004 OCT 25 P 4: 02

MGRM

Mary Clare Porter
Suite 2003, Cozumel
960 Cape Marco Drive
Marco Island, Florida

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MGRM

Robert J. Porter
38445 Hunting Hill Drive
Hunting Valley, Ohio 44022

ARTICLE V

The purpose for which MARROB PROPERTIES, LLC is organized is to provide an entity, pursuant to Chapter 608, Florida Statutes, to purchase, sell, rent, manage and otherwise control real property, and to take all lawful actions consistent with such purpose.

ARTICLE VI

The Members of MARROB PROPERTIES, LLC shall be: Mary Clare Porter, Robert J. Porter, Robert P. Porter, Mark E. Porter, and Brian H. Porter. The Managing Members of MARROB PROPERTIES, LLC shall be as set forth in Article IV. Upon the death or incapacity of a Managing Member, the remaining Managing Member shall become the sole Managing Member ("Surviving Managing Member"). Upon the death or incapacity of the Surviving Managing Member, those Members surviving the Surviving Managing Member by more than 30 calendar days shall each become a Managing Member.

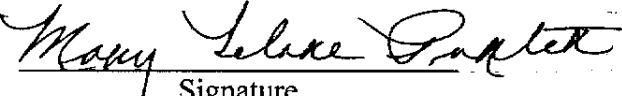
ARTICLE VII

The Managing Members shall administer the affairs of MARROB PROPERTIES, LLC. In the event the Managing Members cannot agree as to the resolution of a particular

issue or issues, a vote of the Managing Members and Members shall be taken. The voting rights of the Managing Members and Members shall be as follows: Each Managing Member shall be entitled to two votes, while the Members who are not Managing Members shall each be entitled to one vote. The issue(s) will then be decided by a majority of the Managing Members and Members voting. Upon the death or incapacity of either of the Managing Members identified in Article IV, the Surviving Managing Member shall be entitled to four votes, while the Members who are not Managing Members shall remain entitled to one vote each.

ARTICLE VIII

The Managing Members and Members may, but are not required to, execute a written Operating Agreement to govern MARROB PROPERTIES, LLC. The Operating Agreement, if so executed, may be altered, amended, or rescinded in the manner provided for therein.


Signature
Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Mary Clare Porter
Printed Name