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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 160388 85786A

AUTHORIZATION :

COST LIMIT : \$ 125.00 *Potencia Pizento*

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05 JAN 24 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : January 24, 2005

ORDER TIME : 12:54 PM

ORDER NO. : 160388-005

CUSTOMER NO: 85786A

CUSTOMER: Ms. Annie Bacon  
Ronald S. Webster, Esq

Royal Palm Mall  
985 North Collier Boulevard  
Marco Island, FL 34145

DOMESTIC FILING

NAME: BEST ON THE BLOCK - 5, 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: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF ORGANIZATION FOR  
BEST ON THE BLOCK - 5, L.L.C.  
A FLORIDA LIMITED LIABILITY COMPANY

FILED  
05 JAN 24 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Limited Liability Company is BEST ON THE BLOCK - 5, L.L.C.

ARTICLE II

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III

The mailing address and street address of the principal office of the Limited Liability Company is 8454 Mallard's Way, Naples, Florida 34114.

ARTICLE IV

The street address of the initial registered office of this Limited Liability Company is 979 North Collier Boulevard, Marco Island, FL 34145 and the name of its initial Resident Agent is Ronald S. Webster.

ARTICLE V

Additional members may be admitted and the terms and conditions of the admissions shall be that each member consents in writing to the admission of the additional member.

ARTICLE VI

The remaining members of the limited liability 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 limited liability company upon unanimous consent of the remaining members.

ARTICLE VII

The Limited Liability Company is to be managed by managing members. The names and addresses of the members who will serve as said managers are:

STEVE SAMEK  
8454 Mallard's Way  
Naples, FL 34146

ARTICLE VIII


The members of the Limited Liability Company are:

STEVE SAMEK  
8454 Mallard's Way  
Naples, FL 34114

Barry O'Connell  
740 Highbury Lane  
Geneva, IL 60340

Richard Ertel  
28 Tibbets Lane  
Sands Point, ny 11050

Richard Wambach  
61 Lakewood Circle  
St. Charles, IL 60174



Ronald S. Webster  
Authorized Agent

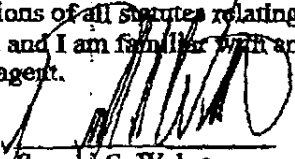
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the limited liability company is: Best On The Block - 5, L.L.C.
2. The name and address of the registered agent and office is

Ronald S. Webster  
985 N. Collier Blvd.  
Marco Island, FL 34145

Having been named as the registered agent and to accept service of process for the above stated limited liability Company at the place designated in the 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.

  
Ronald S. Webster  
Registered Agent

Date: 1/24/05