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**Spira, Beadle & McGarrell, P.A.**

*Attorneys & Counselors at Law*

5205 Babcock Street, N.E.

Palm Bay, Florida 32905

Jack B. Spira  
James P. Beadle  
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January 12, 2005

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: HARBOR GARDENS, LLC

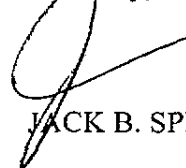
Enclosed please find original and one copy of Articles of Organization for the above-referenced Limited Liability Corporation and check in the amount of \$125.00 payable to the Secretary of State representing the filing fee.

Please return the extra copy of the Articles to me once they have been recorded. *not enclosed*

If you have any questions or require further information, please advise.

Thank you for your assistance in this matter.

Sincerely,



JACK B. SPIRA

JBS/cb  
Encls.

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**ARTICLES OF ORGANIZATION  
OF  
HARBOR GARDENS, L.L.C.**

The undersigned persons hereby adopt these Articles of Organization in order to form a limited liability company under Chapter 608 of the Florida Statutes.

**ARTICLE I – NAME**

The name of this limited liability company shall be HARBOR GARDENS, L.L.C. (the “Company”).

**ARTICLE II – DURATION**

The Company shall commence upon the execution of these Articles and shall exist perpetually.

**ARTICLE III – PURPOSE**

The purpose of the Company is to engage in any lawful business activity that is not prohibited with respect to a limited liability company organized according to law of the State of Florida.

**ARTICLE IV – ADDRESS**

The initial street and mailing address of the principal place of business of the Company is c/o JACK B. SPIRA, 5205 Babcock St., NE, Palm Bay, FL 32905.

**ARTICLE V – REGISTERED AGENT**

The initial address in Florida of the initial registered office of the Company is 5205 Babcock St., NE, Palm Bay, FL 32905 and the name of the initial Registered Agent of the Company at that address is JACK B. SPIRA.

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**ARTICLE VI – ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted at such times and on such terms and conditions as all Members may unanimously agree and as provided in the regulations of the Company.

**ARTICLE VII – MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining Member(s) of the Company may 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 Company upon unanimous agreement and as provided in the regulations of the Company.

**ARTICLE VIII – MANAGEMENT**

The Company shall be managed by three (3) or more managers. The number of the initial managers, who shall serve as managers until the first annual meeting of the Members of the Company or until their successors are duly elected, shall be four (4). The name and address of such initial managers are as follows:

WILLIAM GLOVER  
286 BABCOCK ST.  
MELBOURNE, FLORIDA 32935

VAHEED B. TEMOURI  
13 E. MELBOURNE AVE. #D  
MELBOURNE, FLORIDA 32901

JACK B. SPIRA  
5205 BABCOCK STREET, NE  
PALM BAY, FL 32905

WILLIAM KLINGLESMTIH  
1227 S. PATRICK DR.  
SATELLITE BEACH, FLORIDA 32937

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**ARTICLE IX – ADOPTION OF REGULATIONS**

The Members of the Company shall adopt regulations which shall contain provisions for the management of the business and the regulation of the affairs of the Company that are not inconsistent with the Articles or the laws of the State of Florida.


**ARTICLE X – AMENDMENT**

The Company shall have the power to amend or supplement these Articles of Organization when approved by unanimous vote of the Members.

**IN WITNESS WHEREOF**, I have signed these Articles of Organization and acknowledged them to be our acts this the \_\_\_\_ day of January, 2005.

  
\_\_\_\_\_  
JACK B. SPIRA  
Manager/Member

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

  
\_\_\_\_\_  
JACK B. SPIRA  
Manager/Member

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TALLAHASSEE, FLORIDA

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I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.

  
\_\_\_\_\_  
JACK B. SPIRA  
Registered Agent