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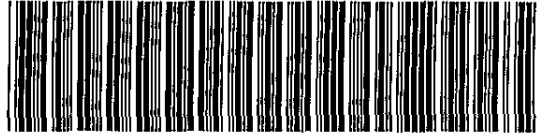
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 197979 85786A

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 125.00

05 FEB 10 AM 10:16
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 10, 2005

ORDER TIME : 2:28 PM

ORDER NO. : 197979-005

CUSTOMER NO: 85786A

CUSTOMER: Ms. Mary Adams
Ronald S. Webster, Esq

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

DOMESTIC FILING

NAME: FONTANESI, L.L.C.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION FOR
FONTANESI, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

FILED
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ARTICLE I

The name of the Limited Liability Company is FONTANESI, 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 Mallards Way, Naples, FL 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 a managing member. The name and address of the member who will serve as said manager is:

STEVE SAMEK
8454 Mallards Way
Naples, FL 34114

ARTICLE VIII

The members of the Limited Liability Company are:

GABRIELE FONTANESI
Viabologna 40 42100
Reggio Emilia
Itali

OCONNELL SAMEK REIT
8454 Mallards Way
Naples, FL 34114

BEST ON THE BLOCK I, LLC
8454 Mallards Way
Naples, FL 34114

DAVE FRIEDE
1 N 111 Mission Ct.
Winfield, IL 60190

RANDY ALLEN
1557 E. Prairie
Wheaton, IL 60187

RICHARD ERTEL
28 Tibbets Lane
Sands Point, NY 11050

RICHARD WAMBACH
61 Lakewood Circle
St. Charles, IL 60174

STEVE SAMEK
8454 Mallards Way
Naples, FL 34114

A handwritten signature in black ink, appearing to read 'Steve Samek', written over a horizontal line.

Steve Samek
Managing Member

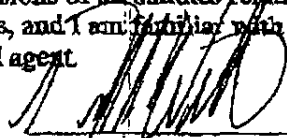
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: FONTANESI, L.L.C.
- 2. The name and address of the registered agent and office is

Ronald S. Webster
979 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: 2/10/05