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TALLAHASSEE, FLORIDA

LAW OFFICES OF  
**KLINGBEIL & ROBERTS, P.A.**

341 West Venice Avenue  
VENICE, FLORIDA 34285

Robert T. Klingbeil, Jr.  
Gregory C. Roberts

Telephone (941) 485-2900  
Fax (941) 486-8565  
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Web site: [www.k-rlaw.com](http://www.k-rlaw.com)

February 4, 2005

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

Re: BANKERS REAL ESTATE TRUST, LLC

Dear Sir:

Enclosed please find the original and one copy of the Articles of Organization for the above referenced limited liability company. Also enclosed is our check in the amount of \$155.00 for the following filing fees:

Filing Fee	\$100.00
Registered Agent Designation	25.00
Certified Copy of Articles	<u>30.00</u>
Total:	<u>\$155.00</u>

Please return a certified copy of the Articles of Organization to our office at the address listed above.

Thank you for your attention to this matter.

Very truly yours,

  
Gregory C. Roberts

GCR/lr  
Enclosures - 3  
cc: Aris Mardirossian, with enclosures

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TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION OF BANKERS REAL ESTATE TRUST, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall service as the Charter and authority for the conduct of business of the limited liability company.

### ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be BANKERS REAL ESTATE TRUST, LLC. The mailing address and the street address of the principal office shall be located at 341 West Venice Avenue, Venice, Florida 34285, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

### ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or

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CLERK OF DISTRICT COURT  
JANUARY 1, 2008

participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing, permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the managers of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

The initial managers of this limited liability company are:  
ARIS MARDIROSSIAN  
ROY A. WUJKOWSKI

The initial members of this limited liability company are:  
URSA MINOR INVESTMENT LIMITED PARTNERSHIP  
JERUNAZARGABR, LLC

### ARTICLE IV MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE V DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

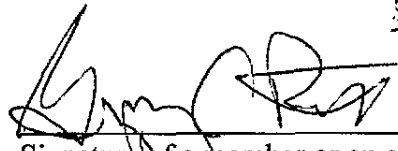
#### ARTICLE VI INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 341 West Venice Avenue, Venice, Florida 34285, and the name of the company's initial registered agent at that address is GREGORY C. ROBERTS, ESQUIRE.

The undersigned, being the original members or authorized representative of the members of the limited liability company, certify that this instrument constitutes proposed Articles of Organization of BANKERS REAL ESTATE TRUST, LLC.

Executed by the undersigned on February 4, 2005.

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.



Signature of a member or an authorized  
representative of a member

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JANUARY 10, 2005

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**DESIGNATION OF REGISTERED AGENT**

State of Florida  
County of Sarasota

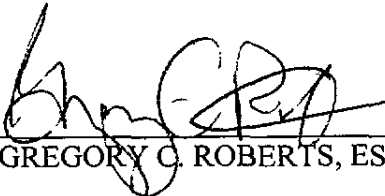
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is BANKERS REAL ESTATE TRUST, LLC.

The name of the registered agent for BANKERS REAL ESTATE TRUST, LLC, is GREGORY C. ROBERTS, ESQUIRE, and the street address of the agent is 341 West Venice Avenue, Venice, Florida 34285.

This statement is to acknowledge that, as indicated above, BANKERS REAL ESTATE TRUST, LLC, has appointed me, GREGORY C. ROBERTS, ESQUIRE, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this day of February 4, 2005.

  
GREGORY C. ROBERTS, ESQUIRE

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**ACKNOWLEDGEMENT**

The foregoing instrument was acknowledged before me this 4 day of February, 2005 by GREGORY C. ROBERTS, ESQUIRE, agent on behalf of BANKERS REAL ESTATE TRUST Trust, LLC, a limited liability company. He is personally known to me or has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC  


My Commission Expires:

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Tamara L. Wallace  
Commission # DD057897  
Expires Oct. 16, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.