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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

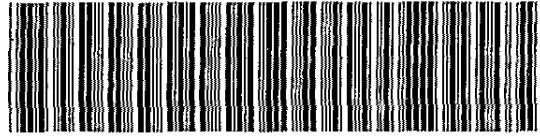
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

SUBJECT: ADLERS ACRES, LLC
(Proposed Limited Liability Company Name – must include suffix)

Enclosed please find an original Articles of Organization for the above limited liability company and a check in the amount of \$125.00 for the filings fee and registered agent fee.

FROM: Douglas M. Sieb, Esquire
2033 Main Street, Suite 301
Sarasota, Florida 34237
Telephone: (941) 366-8855
Facsimile: (941) 365-0907

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ARTICLES OF ORGANIZATION OF ADLERS ACRES, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - Name:

The name of the Limited Liability Company is: ADLERS ACRES, LLC

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

4938 Buchanan Place
Sarasota, Florida 34231

ARTICLE III – Registered Agent

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

John S. Adler, Jr.
4938 Buchanan Place
Sarasota, Florida 34231

ARTICLE IV – Management

The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company. The company shall be managed by said Manager or Managers in accordance with an Operating Agreement adopted by the members for the management of the business and affairs of the company. This operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manger of the company is:

John S. Adler, Jr.
4938 Buchanan Place
Sarasota, Florida 34231

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ARTICLE V – Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member. The Company is managed exclusively by a Manager or Managers and Members have no authority to bind the company.

ARTICLE VI – Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

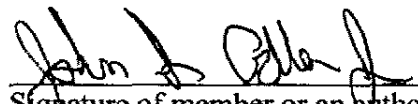
ARTICLE VII – Admission of New Members

Except as set forth in the operating agreement, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer said member's interest in the company as set forth in the operating agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of said member's interest approve of the proposed transfer by written consent.

ARTICLE VII - Duration

The period of duration of the company shall be: until December 31, 2009, or at such earlier date as provided in the Operating Agreement.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 24th day of February, 2005.



Signature of member or an authorized
Representative of a 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.)

John S. Adler, Jr.

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**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: ADLERS ACRES, LLC

2. The name and address of the registered agent and office is:

John S. ADler, Jr.

(Name)

4938 Buchanan Place

(P.O. Box or Mail Drop Box **NOT** acceptable)

Sarasota, FLorida 34231

(City/State/Zip)

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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 I am familiar with and accept the obligations of my position as registered agent.


(Signature)

February 16, 2005
(Date)