

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000017898
FILED 8:00 AM
February 22, 2005
Sec. Of State
mhodges

Article I

The name of the Limited Liability Company is:

APPLEWOOD REAL ESTATE INVESTMENTS, LLC

Article II

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

2215 CHESTERBROOK COURT
SUITE 103
NAPLES, FL. 34109

The mailing address of the Limited Liability Company is:

2215 CHESTERBROOK COURT
SUITE 103
NAPLES, FL. 34109

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

WILBUR A WITHAM JR
2215 CHESTERBROOK COURT
SUITE 103
NAPLES, FL. 34019

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.

Registered Agent Signature: WILBUR A. WITHAM, JR.

Article V

The name and address of managing members/managers are:

Title: MGRM
WILBUR A WITHAM JR
2215 CHESTERBROOK COURT #103
NAPLES, FL. 34109

Title: MGRM
DEBORAH M WITHAM
2215 CHESTERBROOK COURT #103
NAPLES, FL. 34109

Title: MGRM
DAVID HAMBLETT
20832 PINEHURST GREENS DRIVE
ESTERO, FL. 33928

Title: MGRM
PATRICIA HAMBLETT
20832 PINEHURST GREENS DRIVE
ESTERO, FL. 33928

Article VI

The effective date for this Limited Liability Company shall be:

02/22/2005

Signature of member or an authorized representative of a member

Signature: JOSEPH E. UJCZO

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