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GRIMES GOEBEL

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LIMITED LIABILITY COMPANY

SMR/Wetherington LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION OF
SMR/Wetherington LLC
a Limited Liability Company**

ARTICLE I

Name

The name of the limited liability company ("Company") is SMR/Wetherington LLC.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 6215 Lorraine Road, Bradenton, Florida 34202.

ARTICLE III

Registered Agent and Office

The name of the Company's initial registered agent in Florida is Anthony Chiofalo. The address of the Company's registered agent is 6215 Lorraine Road, Bradenton, Florida 34202.

ARTICLE IV

Management

The Limited Liability Company is to be managed by one or more members and is therefore a member-managed company. The name and address of each Managing Member is as follows:

<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
MGRM	SMR/MG8B, LLC, a Florida limited liability company	6215 Lorraine Road Bradenton, FL 34202
MGRM	Lee Wetherington	6009 Business Blvd. Sarasota, FL 34240

ARTICLE V

Continuation of Company

The remaining members of the 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 Company.

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IN WITNESS WHEREOF, the undersigned Managing Members have executed these Articles of Organization on this 16th day of February, 2005.

SMR/MG8B, LLC,
a Florida limited liability company,

By: Schroeder-Manatee Ranch, Inc.,
a Delaware corporation,
Managing Member of SMR/MG8B, LLC

By: 
Rex Jensen
As Its President


Lee Wetherington,
Managing Member of SMR/MG8B, LLC

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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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is SMR/Wetherington LLC.
2. The name and the Florida street address of the registered agent and office are:
Anthony Chiofalo, 6215 Lorraine Road, Bradenton, Florida 34202.

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 as provided for in Chapter 608, Florida Statutes.

Dated: January 3, 2005.



Anthony Chiofalo, Registered Agent

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