

MAR. 11. 2005. 10:59AM
Division of Corporations

GRANT, FRIDKIN, ET AL

NO. 7324 Paip. jst 1

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From:

Account Name : GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.
Account Number : 076402003516
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Caputo Orchid Properties, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
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**ARTICLES OF ORGANIZATION
OF
CAPUTO ORCHID PROPERTIES, LLC**

ARTICLE I

NAME AND ADDRESS

The name of this Limited Liability Company shall be **Caputo Orchid Properties, LLC** (the "Company"). The mailing address and street address of the principal office of the Company is 9852 Rocky Bank Drive, Naples, Florida 34109-0755.

ARTICLE II

DURATION

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company, or as provided by law, or as provided by the Company's Operating Agreement.

ARTICLE III

DESIGNATION OF REGISTERED AGENT

The name and address of the registered agent and office of the Company shall be **Deirdre J. Atlas**, 9852 Rocky Bank Drive, Naples, Florida 34109-0755.

ARTICLE IV

THE MEMBERS

The name and address of each managing member of the Company is as follows:

| | |
|------------------|---|
| Deirdre J. Atlas | 9852 Rocky Bank Drive Naples, Florida 34109-0755 |
|------------------|---|

| | |
|-------------------|---|
| Michael G. Caputo | 9852 Rocky Bank Drive Naples, Florida 34109-0755 |
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ARTICLE V

AMENDMENTS

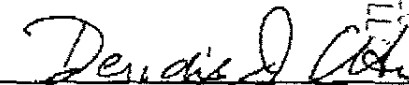
These Articles may be amended from time to time by the written consent of all Members of the Company.

WITNESS, the hand of the undersigned Member of the Company this 10 day of March, 2005.


Deirdre J. Atlas

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for Caputo Orchid Properties, LLC, at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.


Deirdre J. Atlas

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