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From: Account Name : GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.
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LIMITED LIABILITY COMPANY
B Water Properties, LLC

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[Signature]

**ARTICLES OF ORGANIZATION
OF
B WATER PROPERTIES, LLC**

ARTICLE I

NAME AND ADDRESS

The name of this Limited Liability Company shall be **B Water Properties, LLC** (the "Company"). The mailing address and street address of the principal office of the Company is 1002 Royal Marco Way, Marco Island, Florida 34145.

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 **Todd L. Bradley, Esq.** c/o Grant, Fridkin, Pearson, Athan & Crown, P.A., 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.

ARTICLE IV

THE MEMBERS

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

Patricia M. Russ
1002 Royal Marco Way
Marco Island, Florida 34145

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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 4 day of April, 2005.



Patricia M. Russ

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for **B Water 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.



Todd L. Bradley, Esq.

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