

L05000034082

APR 07 5 15 PM PORTER, WRIGHT, MORRIS & ARTHUR

11:27:59 AM

PAGE 2/4

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000085744 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : PORTER, WRIGHT, MORRIS & ARTHUR
Account Number : 102233003533
Phone : (614) 227-1936
Fax Number : (239) 593-2990

LIMITED LIABILITY COMPANY

Sandy Springs Cranberry, LLC

Certificate of Status	1
Certified Copy	1
Page Count	02-3
Estimated Charge	\$160.00

Name Availability	
Document Examiner	
Updater	DCC
Uploader	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Electronic Filing Menu

Corporate Filing

Public Access Help

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 APR -7 PM 10:21

FILED

<http://file.cmhiz.org/scripts/efileour.exe>

4/7/2005

ARTICLES OF ORGANIZATION
OF
SANDY SPRINGS CRANBERRY, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be SANDY SPRINGS CRANBERRY, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 5633 Strand Boulevard, Naples, FL 34110.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's operating agreement (the "Operating Agreement").

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are: Ellen A. Goldman, Esq., c/o Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Blvd., Suite 300, Naples, Florida 34108-2709.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous prior written consent of all members and on such terms and conditions as shall be approved by unanimous consent of all members. A member may transfer its interest in the Company only as set forth in the Operating Agreement of the Company.

ARTICLE VI -- WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company only upon the unanimous prior consent of all the nonwithdrawing members of the Company.

FILED
2008 APR 7 A 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

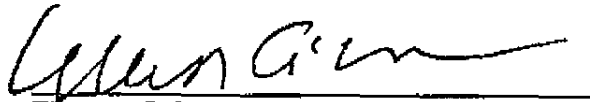
ARTICLE VII -- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Company's Operating Agreement.

ARTICLE VIII -- MANAGEMENT

The Company shall be managed by a Manager in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Manager of the Company shall initially be Paul S. Gerber. The 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.

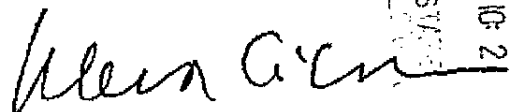
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization in Naples, Florida, on this 7th day of April, 2005.


Ellen A. Goldman,
Authorized Representative of Members

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of SANDY SPRINGS CRANBERRY, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: April 7, 2005


Ellen A. Goldman, Esq.

FILED
2005 APR - 7 A 10:21
SECRETARY OF STATE
ALLIANCE FLORIDA