

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

L05000038670
FILED 8:00 AM
April 20, 2005
Sec. Of State
gharvey

Article I

The name of the Limited Liability Company is:

DOWNING HOLDINGS, L.L.C.

Article II

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

15761 QUEENSBERRY ROAD
FORT MYERS, FL. 33912

The mailing address of the Limited Liability Company is:

15761 QUEENSFERRY ROAD
FORT MYERS, FL. 33912

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:

MICHAEL D RANDOLPH ESQ,
1619 JACKSON STREET
FORT MYERS, FL. 33901

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: MICHAEL D. RANDOLPH

Article V

The name and address of managing members/managers are:

Title: MGRM
W R DOWNING
15761 QUEENSFERRY ROAD
FORT MYERS, FL. 33912

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Signature of member or an authorized representative of a member

Signature: MICHAEL D. RANDOLPH