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PRESTON O. COCKEY, JR.

- Attorney At Law -

One Tampa City Center 201 N. Franklin Street Suite 3410 Tampa, Florida 33602

Tel: 813-275-5015 Fax: 813-275-5016 E-mail: pcockey@poclaw.com

April 15, 2005

VIA FEDERAL EXPRESS

Florida Secretary of State **Division of Corporations** 409 E. Gaines Street Tallahassee, Florida 32399

Re:

Articles of Organization of Gulfstream Gardens II, LLC

Our File Reference: 348000-23

Dear Sir or Madam:

Enclosed are two fully executed originals of the Articles of Organization for the above referenced Florida limited liability company. Also enclosed is our firm's check in the amount of \$125.00 to cover the filing fee.

Please return a stamped, filed original of the Articles to us by regular mail.

If you have any questions, please call me. Thank you for your assistance.

Preston O. Cockey, Jr.

POC, Jr./klc

Enclosure(s)

348000-23 Ltr to SOS (File LLC Articles) 4-15-05.doc

ARTICLES OF ORGANIZATION OF GULFSTREAM GARDENS II, LLC

- 1. NAME. The name of this limited liability company is GULFSTREAM GARDENS II, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.
- 2. PLACE OF BUSINESS. The street address of the Company's principal office is 601 Bayshore Boulevard, Suite 650, Tampa, Florida 33606.
- 3. REGISTERED AGENT AND OFFICE. The name of the initial registered agent of the Company is Preston O. Cockey, Jr. The street address of the initial registered agent of the Company is 201 North Franklin Street, Suite 2200, Tampa, Florida 33602.
- 4. MANAGEMENT OF THE COMPANY. The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members and is, therefore, a manager-managed company. The initial managers of the Company will be Charles B. Funk, Jeffrey B. Meehan, Stephen C. Turner and Randy J. Derouin.
- 5. OPERATING AGREEMENT. The managers shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization effective as of the 15th day of April, 2005. (In accordance with Section 608.408(3), *Florida Statutes*, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Preston O. Cockey, Jr., as authorized representative

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all *Statutes* relative to the proper and complete performance of my duties.

Preston O. Cockey, Jr.

Dated: April 15, 2005

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