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05 MAY 18 PM 2:59
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY
WORTHINGTON/COLLIER, LLC

FILED
05 MAY 18 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
WORTHINGTON/COLLIER, LLC**

ARTICLE I - NAME

The name of the limited liability company shall be WORTHINGTON/COLLIER, LLC (the "Company").

ARTICLE II - STREET AND MAILING ADDRESS

The street and mailing address of the principal office of the Company is:

9240 Marketplace Road, Suite 2
Fort Myers, Florida 33912

ARTICLE III - EFFECTIVE DATE

This limited liability company's existence shall commence upon the filing of these Articles and shall be dissolved upon the occurrence of any event of dissolution as described in the Operating Agreement of the Company.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

<u>Name</u>	<u>Address</u>
JEFF DARRAGH	9240 Marketplace Road, Suite 2 Fort Myers, Florida 33912

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ARTICLE V - PURPOSE

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the state of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

ARTICLE VI - MANAGEMENT OF THE COMPANY

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following are the names and addresses of the

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initial Managers who shall serve as Managers of the Company until their successors are elected and qualified:

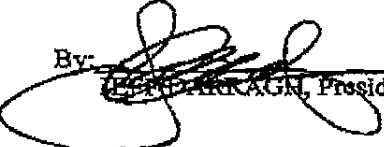
<u>Name</u>	<u>Address</u>
JEFF DARRAGH	9240 Marketplace Road, Suite 2 Fort Myers, Florida 33912
JOHN GNAGEY	9240 Marketplace Road, Suite 2 Fort Myers, Florida 33912
DEBORAH KARL	9240 Marketplace Road, Suite 2 Fort Myers, Florida 33912
GLENN LIEBERT	9240 Marketplace Road, Suite 2 Fort Myers, Florida 33912

ARTICLE VII - OPERATING AGREEMENT

The Members 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, being a Member of the Company, has executed these Articles of Organization this 17 day of May, 2005.

THE WORTHINGTON GROUP OF SOUTHWEST
FLORIDA, INC., d/b/a
THE WORTHINGTON GROUP

By:  _____
JEFF DARRAGH, President

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: WORTHINGTON/COLLIER, LLC.
- 2. The name and address of the registered agent and office are:

JEFF DARRAGH
9240 Marketplace Road, Suite 2
Fort Myers, FL 33912

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.



JEFF DARRAGH, Registered Agent

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