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07-08-05 14:01 From: RICHARDS GILKEY ATTYS
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From: Account Name : RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.
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LIMITED LIABILITY COMPANY

IIC Caracoles, LLC

Certificate of Status	0
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From-RICHARDS GILKEY ATTYS

727-447-8830

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**ARTICLES OF ORGANIZATION
OF
11C CARACOLES, LLC**

The undersigned acting as an Organizer of a limited liability company under the Florida Limited Liability Company Act adopts the following Articles of Organization.

**I.
NAME**

The name of this limited liability company is 11C CARACOLES, LLC (hereinafter called the "Company").

**II.
PURPOSE**

The purpose for which this Company is formed is to engage in any activity permitted under the laws of the State of Florida.

**III.
TERM OF EXISTENCE**

This company shall begin existence at the date of filing and shall exist perpetually.

**IV.
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the company is 1253 Park Street, Clearwater, FL 33756

**V.
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's registered agent, whose Acceptance of Appointment as Registered Agent is included with these Articles is:

R. Carlton Ward, Esq.
Richards, Gilkey, Fite, et al.
1253 Park Street
Clearwater, FL 33756

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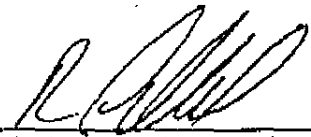
LAW OFFICES OF
RICHARDS, GILKEY, FITE,
SLAUGHTER, PRATESI
& WARD, P.A.
CLEARWATER, FLORIDA

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VL
CONTINUITY

The members of the Company will have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a Member in the Company.

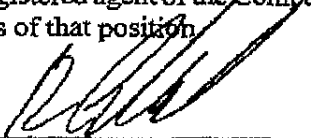
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this
8th day of July, 2005.


R. Carlton Ward, Authorized Representative

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, R. Carlton Ward, accept the appointment as registered agent of the Company, and state that I am familiar with and accept the duties and obligations of that position.

Date: 7/8/05


R. Carlton Ward, Registered Agent

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