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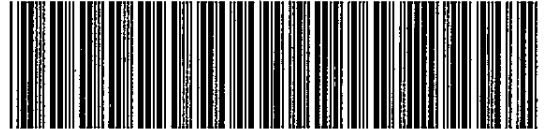
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TALLAHASSEE, FLORIDA

LEGAL DIVISION  
Phone: (239) 542-1131  
Fax: (239) 549-9862  
E-mail: attorney@shippslaw.com

**The Law Firm Of  
Thomas E. Shipp, Jr. & Associates, P.A.  
4223 Del Prado Boulevard  
Cape Coral, Florida 33904**

**Thomas E. Shipp, Jr., Attorney  
Daniel S. Henderson, Attorney**

REAL ESTATE DIVISION  
Phone: (239) 542-4207  
Fax (239) 549-9862  
E-mail: realestate@shippslaw.com

July 14 2005

**Florida Department of State**  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: GQ PROPERTIES, LLC**

Dear Sir or Madam:

Enclosed please find Articles of Organization for the above-referenced LLC. Also enclosed is our check in the amount of \$125.00 to cover the cost of the filing fees and the designation of the registered agent. Please return a conformed copy of the Articles to our office at your earliest convenience.

Thank you for your assistance and please feel free to call should you have any questions.

Sincerely,



THOMAS E. SHIPP, JR.

TES:dlg  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF ORGANIZATION**

**OF**

### **GQ PROPERTIES, LLC**

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, does set forth the following:

#### **Name**

The name of the limited liability company is GQ PROPERTIES, LLC (hereinafter referred to as the "Company").

#### **Period of Duration**

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

#### **Purpose**

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

#### **Address Of Place Of Business**

The mailing address for the Company is Post Office Box 100296, Cape Coral, FL 33910, and the street address of the place of business for the Company is 4105 S.E. 1st Place, Cape Coral, FL 33904. These addresses may be changed from time to time as provided in the Operating Agreement.

#### **Registered Agent**

The initial registered agent in Florida for the Company is RICHARD HART, and the initial registered office is located at 4105 S.E. 1st Place, Cape Coral, FL 33904.

#### **Capital Contributions**

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

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### **Members**

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

### **Management**

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization, section 608.407 of the Act and the Operating Agreement.

### **Indemnification**

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Cape Coral, Florida, on JULY 14, 2005, by a Member, RICHARD HART.

  
\_\_\_\_\_  
RICHARD HART, Member

### **ACCEPTANCE BY REGISTERED AGENT**

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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 as provided for in Chapter 608, F.S.*

  
\_\_\_\_\_  
RICHARD HART  
Registered Agent's Signature

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