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GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.

NO. 1486

P. 1  
Page 1 of 1

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LIMITED LIABILITY COMPANY

VGCG, LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION  
OF  
VGCG, LLC**

**ARTICLE I**

**NAME AND ADDRESS**

The name of this Limited Liability Company shall be VGCG, LLC (the "Company"). The mailing address and street address of the principal office of the Company is 800 Laurel Oak Drive, Suite 300, Naples, Florida 34108.

**ARTICLE II**

**DURATION**

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company, or as provided by law, or as provided by the Company's Operating Agreement.

**ARTICLE III**

**DESIGNATION OF REGISTERED AGENT**

The name and address of the registered agent and office of the Company shall be G. Helen Athan, Esq., Grant, Fridkin, Pearson, Athan & Crown, P.A., Pelican Bay Corporate Centre, 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.

**ARTICLE IV**

**THE MEMBER**

The sole member of the Company (hereafter the "Member") shall be VGCG, LLC, which shall conduct the Company's day to day business. The Company shall be a member managed company.

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**ARTICLE V****ADDITIONAL MEMBERS**

The Members may admit additional members upon Certificate of Membership being signed by the existing Members.

**ARTICLE VI****RIGHT TO CONTINUE BUSINESS OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or upon the occurrence of any other event that terminates the continued membership of a Member in the Company, the remaining Member or Members shall have the right to continue the business of the Company in accordance with the terms and conditions of its regulations.

**ARTICLE VII****AMENDMENTS**

These Articles may be amended from time to time by the written consent of all Members of the Company. The amendments shall be duly signed by a Member of this Company and filed with the Florida Department of State.

WITNESS, the hand of the undersigned authorized representative of the Members and the Company this 2<sup>nd</sup> day of September, 2005.

  
G. Helen Athan

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process VGCG, LLC at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.

  
G. Helen Athan Esq.

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