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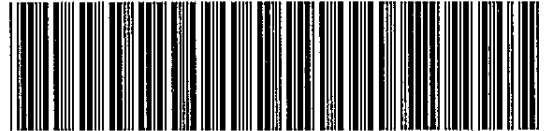
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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Fischer New Mexico Properties LLC

05 SEP 15 PM 1:14  
TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File \_\_\_\_\_
- ☐ LTD Partnership File \_\_\_\_\_
- ☐ Foreign Corp. File \_\_\_\_\_
- ☒ L.C. File \_\_\_\_\_
- ☐ Fictitious Name File \_\_\_\_\_
- ☐ Trade/Service Mark \_\_\_\_\_
- ☐ Merger File \_\_\_\_\_
- ☐ Art. of Amend. File \_\_\_\_\_
- ☐ RA Resignation \_\_\_\_\_
- ☐ Dissolution / Withdrawal \_\_\_\_\_
- ☐ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- ☐ Photo Copy \_\_\_\_\_
- ☐ Certificate of Good Standing \_\_\_\_\_
- ☐ Certificate of Status \_\_\_\_\_
- ☐ Certificate of Fictitious Name \_\_\_\_\_
- ☐ Corp Record Search \_\_\_\_\_
- ☐ Officer Search \_\_\_\_\_
- ☐ Fictitious Search \_\_\_\_\_
- ☐ Fictitious Owner Search \_\_\_\_\_
- ☐ Vehicle Search \_\_\_\_\_
- ☐ Driving Record \_\_\_\_\_
- ☐ UCC 1 or 3 File \_\_\_\_\_
- ☐ UCC 11 Search \_\_\_\_\_
- ☐ UCC 11 Retrieval \_\_\_\_\_
- ☐ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name

9/15/05

Date

9:43

Time

Walk-In

Will Pick Up

ARTICLES OF ORGANIZATION  
OF  
FISCHER NEW MEXICO PROPERTIES, LLC  
(a Florida Limited Liability Company)

FILED  
05 SEP 15 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608.401, et seq., Florida Statutes (the "Act"), do sign, acknowledge and deliver in duplicate to the Secretary, Florida Department of State, these Articles of Organization.

ARTICLE I  
Name

The name of the limited liability company (hereinafter referred to as the "Company") shall be Fischer New Mexico Properties, LLC.

ARTICLE II  
Duration

The Company shall exist perpetually from the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida unless sooner dissolved according to law.

ARTICLE III  
Registered Agent and Office

The mailing address and street address of the principal office of the Company is 2160 Colonial Boulevard, Fort Myers, Florida 33907.

The Company's initial registered agent will be Wolf Tschaikowsky.

The Company's original registered office address, together with its principal place of business in Florida is 2160 Colonial Boulevard, Fort Myers, Florida 33907.

ARTICLE IV  
Contributions

All initial amounts of capital contributions (including cash and/or any other property) shall be contributed by the members of the Company.

## ARTICLE V Management

The Company will be managed by a manager or by a board of managers consisting of not less than one (1). The Company is therefore a manager managed Company.

## ARTICLE VI Additional members and transfer of membership

Additional members may be admitted to the Company upon the unanimous consent of all members of the Company unless any Operating Agreement adopted by the Company provides otherwise. No member shall have the right nor the ability to transfer any interest or membership in the Company without the prior written unanimous agreement of all of the members of the Company.

## ARTICLE VII Indemnification and Liability

A manager of the Company shall not be liable to the Company or its members for monetary damages for an act of omission in the manager's capacity as a manager, except that this Article VII does not eliminate or limit the liability of a manager to the extent that the manager is found liable for (i) a breach of the manager's duty of loyalty to the Company or its members; (ii) an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (iv) an act or omission for which the liability of the manager is expressly provided by an applicable statute.

## ARTICLE VIII Action of Members

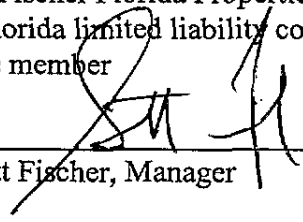
Any action required by law to be taken at any annual or special meeting of members, or any action which may be taken at any annual or special meeting of members may be taken without a meeting without prior notice provided consent to the action shall be executed by the membership interest having not less than the minimum number of votes that would be necessary to take the action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members in accordance with this Article shall be provided to those members who did not consent in writing

to the action.

In Witness Whereof, the parties have entered into, executed and made these Articles of Organization as of the date of filing.

Member:

By: Fischer Florida Properties, LLC,  
A Florida limited liability company  
Sole member

By:   
Scott Fischer, Manager

STATE OF FLORIDA       )  
COUNTY OF LEE        )

SWORN TO and subscribed before me this 14 day of September, 2005, by Scott  
Fischer who [☒] is personally known to me or who [☐] has produced  
\_\_\_\_\_ as identification and who did take an oath.



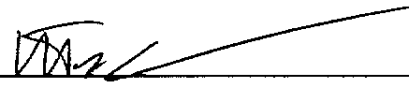
Notary Public



**Marguerite G. Connell**  
Commission # DD107999  
Expires May 23, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Company, at the place designated in these Articles of Organization, 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.

  
\_\_\_\_\_  
Wolf Tschaikowsky  
Registered Agent