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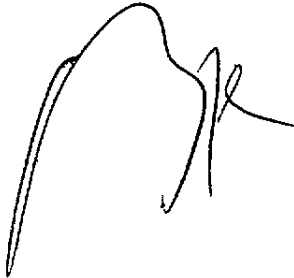
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 606687 7103152

AUTHORIZATION :

COST LIMIT : \$ 125.00

*Patricia Pigjott*

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05 SEP 21 AM 9:58  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ORDER DATE : September 20, 2005

ORDER TIME : 4:00 PM

ORDER NO. : 606687-005

CUSTOMER NO: 7103152

CUSTOMER: Harold Webre  
Goodlette Coleman & Johnson,  
P.a.  
Suite 300  
4001 Tamiami Trail North  
Naples, FL 34103

DOMESTIC FILING

NAME: ITHAKA HOLDINGS VII, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION**  
**OF**  
**ITHAKA HOLDINGS VII, LLC**

FILED  
05 SEP 21 AM 9:58  
SECOND JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

The undersigned, being the initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company:

**ARTICLE I**  
**NAME**

The name of the limited liability company (the "Company") shall be **ITHAKA HOLDINGS VII, LLC**.

**ARTICLE II**  
**PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company shall be **447 1<sup>st</sup> Avenue North, Naples, Florida 34103**.

**ARTICLE III**  
**REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered agent of the Company is **Goodlette, Coleman & Johnson, P.A., 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103**, and the name of the initial registered agent at such address is **Harold J. Webre, Esquire**.

**ARTICLE IV**  
**ADMISSION OF MEMBERS**

The members of the Company may admit new and substitute members to the Company upon the written consent of a Majority in Interest of the Members, as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V  
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing of these Articles.

**ARTICLE VI  
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of the member, or any other event that would terminate the continued membership of the member in the Company, the remaining members, if any, shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

**ARTICLE VII  
ADOPTION OF OPERATING AGREEMENT AND REGULATIONS**

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

**ARTICLE VIII  
INITIAL MANAGER(S)**

The Company will be managed by managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be two (2). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. The name and address of the managers who shall serve as managers until their successors are elected and qualified are:

**Jan M. Goldsmith  
447 1<sup>st</sup> Avenue North  
Naples, Florida 34102**

**Linda R. Malone  
5150 Tamiami Trail N., #403  
Naples, Florida 34103**

IN WITNESS WHEREOF, the undersigned, being a member of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 12 day of September 2005.

  
Jan M. Goldsmith

**ACCEPTANCE BY REGISTERED AGENT**

I, Harold J. Webre, Esquire, having been duly designated to act as registered agent and to accept service of process for Ithaka Holdings VII, LLC, a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.

  
Harold J. Webre, Esquire

s: HAROLD\Ithaka VII articles.wpd