

21-Sep-2005 12pm

From: Thomas M. Clark, P.A.

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : THOMAS M. CLARK, P.A.  
Account Number : 072100000445  
Phone : (954) 776-3800  
Fax Number : (954) 776-3825

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**LIMITED LIABILITY COMPANY**

**The Hemingway at Gateway, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
THE HEMINGWAY AT GATEWAY, LLC**

**ARTICLE ONE**

The name of this limited liability company shall be THE HEMINGWAY AT GATEWAY, LLC.

**ARTICLE TWO**

The period of duration shall be perpetual.

**ARTICLE THREE**

This limited liability company is organized for the purpose of transacting any or all legal business.

**ARTICLE FOUR**

The street address of the principal office of this limited liability company and the mailing address of this limited liability company shall be 721 NE 3<sup>rd</sup> Avenue, Fort Lauderdale, Florida 33304. The initial registered agent shall be Thomas M. Clark, 2400 East Commercial Boulevard, Suite 820, Fort Lauderdale, Florida 33308.

**ARTICLE FIVE**

This limited liability company has at least three (3) members and the total amount of cash required to be contributed shall be \$100.00. There shall be no property other than cash contributed.

**ARTICLE SIX**

There shall be no additional contributions required to be made by the members.

**ARTICLE SEVEN**

There shall be no additional members of this limited liability company, except as provided by Amendment to these Articles of Organization.

**ARTICLE EIGHT**

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The remaining members of this limited liability company shall have the right to continue the business of this limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in this limited liability company.

#### ARTICLE NINE

This limited liability company shall be managed by Palmetto Capital, LLC, a Florida limited liability company. The names and addresses of the members of this limited liability company are as follows:

PALMETTO CAPITAL, LLC 50%  
721 N.E. 3<sup>rd</sup> Avenue  
Fort Lauderdale, Fl. 33304

SHANNON G. REX 25%  
70 S.E. 4<sup>th</sup> Avenue  
Delray Beach, Fl. 34483

BRANDON J. REX 25%  
4419 Pine Tree Drive  
Boynton Beach, Fl. 33436

#### ARTICLE TEN

Each member of this limited liability company shall own an undivided interest therein and each member shall contribute the same interest of the cash contribution set forth hereinabove.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles of Organization on the 21st day of September, 2005.

  
THOMAS M. CLARK

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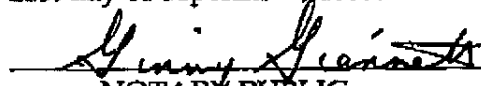
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STATE OF FLORIDA       }  
COUNTY OF BROWARD    }

BEFORE ME, personally appeared THOMAS M. CLARK, to me well known and known to me to be the person described in, and who acknowledged to and before me that he executed said document for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of September, 2005.

  
NOTARY PUBLIC

My Commission Expires:

(Notarial Seal)

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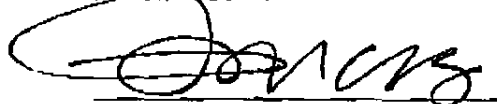
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST THAT THE HEMINGWAY AT GATEWAY, LLC, DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA,  
HAS NAMED THOMAS M. CLARK, AT 2400 EAST COMMERCIAL BOULEVARD, SUITE  
820, FORT LAUDERDALE, FLORIDA, 33308, AS ITS AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.

SIGNATURE:



THOMAS M. CLARK  
TITLE: AUTHORIZED REPRESENTATIVE  
OF MEMBERS

DATE: SEPTEMBER 21, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER  
ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE  
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

  
THOMAS M. CLARK, REGISTERED AGENT

DATE: SEPTEMBER 21, 2005

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