

Page 1 of 1

### Florida Department of State

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### LIMITED LIABILITY AMENDMENT

#### BARBARA KNECHT STANTON, LLC

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10/11/2005

#### H05000240804 3

# ARTICLES OF CORRECTION OF BARBARA KNECHT STANTON, LLC

- 1. The document to be corrected is the Articles of Organization of Barbara Knecht Stanton, LLC filed with the Secretary of State on 10/7/2005. A copy of the Articles of Organization is attached hereto as Exhibit A.
- 2. The incorrect statement is:

### "ARTICLE II ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be: 102 Bonaire Lane, Bonita Springs, Florida 34134."

3. The correct statement is:

# "ARTICLE II ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be: 6530 Highcroft Dr., Naples, Florida 34119."

Executed by the undersigned at Naples, Florida on the 11 day of October, 2005.

KIMBERLY LEACH JOHNSON, ESQ., as authorized representative

STATE OF FLORIDA COUNTY OF COLLIER

BEFORE ME the undersigned authority, this day of October, 2005, personally appeared KIMBERLY LEACH JOHNSON, ESQ., as authorized representative of BARBARA KNECHT STANTON, LLC, who is personally known to me.

(SEAL)

Notary Public State of Florida

Printed Name:

My commission expires:

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DIVISION OF CORPORATION

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#### ARTICLES OF ORGANIZATION

**OF** 

#### BARBARA KNECHT STANTON, LLC

The undersigned authorized agent of the initial Member of the limited liability company hereby certifies that the Member, for the purpose of forming a limited liability company under the laws of the State of Florida, provided for the formation, rights, privileges, and immunities of a limited liability company for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

#### ARTICLE I NAME

The name of the limited liability company shall be BARBARA KNECHT STANTON, LLC (the "Company").

#### ARTICLE II ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be: 102 Bonaire Lane, Bonita Springs, Florida 34134.

#### ARTICLE III REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 1395 Panther Lane, Suite 300, Naples, Florida 34109.

#### ARTICLE IV DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

#### ARTICLE V MANAGEMENT

The Company shall be member-managed in accordance with the Operating Agreement adopted by the Member for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law, this Instrument and the Florida Limited Liability Company Act.

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#### ARTICLE VI RESTRICTIONS ON MEMBERSHIP

The initial Member shall have the right to admit new Members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

#### ARTICLE VII MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or other dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Company, the existence of the Company shall continue.

Executed by the undersigned at Naples, Florida on the 4 day of October, 2005.

KIMBERLY LEACH JOHNSON, ESQ.

as authorized representative

STATE OF FLORIDA COUNTY OF COLLIER

BEFORE ME the undersigned authority, this 4 day of October, 2005, personally appeared KIMBERLY LEACH JOHNSON, ESQ., as authorized representative of BARBARA KNECHT STANTON, LLC, who is personally known to me.

(SEAL)

ANA M. BALIDO
MY COMMISSION # DO 431421
EXPIRES: May 22, 2009
Bonded Thru Nobery Public Underwaters

Notary Public - State of Florida

Printed Name: Ana M.

My commission expires: 5/22/09

H05000238585 3

EXHIBIT A
Page 2 of 3

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#### H05000238585 3

# CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

THE NAME OF THE LIMITED LIABILITY COMPANY IS BARBARA KNECHT STANTON, LLC.

THE NAME OF THE INITIAL REGISTERED AGENT OF THE LIMITED LIABILITY COMPANY IS NAPLES-LAWDOCK, INC., AND THE ADDRESS OF THE OFFICE OF THE REGISTERED AGENT IS 1395 PANTHER LANE, SUITE 300, NAPLES, FLORIDA 34109.

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of BARBARA KNECHT STANTON, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of the position of Registered Agent.

Date: October , 2005

NAPLES LAW-DOCK, INC.,

A Florida Corporation

Kimberly Leach Johnson

as Secretary

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EXHIBIT A
Page 3 of 3

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