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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 702585 3487A
AUTHORIZATION : *Kimberly Moret*
COST LIMIT : \$ 155.00

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

ORDER DATE : November 11, 2005

ORDER TIME : 2:24 PM

ORDER NO. : 702585-005

CUSTOMER NO: 3487A

DOMESTIC FILING

NAME: AMORETTE - ROCKY BLUFF LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
AMORETTE - ROCKY BLUFF LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be AMORETTE - ROCKY BLUFF LLC ("Company").

ARTICLE II - PURPOSE AND POWER

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the manager of the Company. The initial manager of the Company is Philip H. Toale.

ARTICLE III - MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be 5210 Cedar Hammock Drive, Sarasota, Florida 34232-2244.

ARTICLE IV - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent of the Company in the State of Florida is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A. (Attn: F. Thomas Hopkins), 2033 Main Street, Suite 600, Sarasota, FL 34237.

ARTICLE V - OPERATING AGREEMENT

The Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Agreement of the Company, as amended and in existence from time to time.

IN WITNESS WHEREOF, the undersigned authorized representative of the member has executed these Articles of Organization at Sarasota, Florida, as of November 11, 2005.



F. Thomas Hopkins
Member's Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: AMORETTE - ROCKY BLUFF LLC.

2. The name and address of the registered agent and office is:

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A. (Attn: F. Thomas Hopkins)

2033 Main Street, Suite 600

Sarasota, FL 34237

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I 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 as registered agent.

Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.

By: 
F. Thomas Hopkins, Vice President

Dated: November 11, 2005