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CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN NOV 18 2005

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 12th Avenue, L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jason Hamilton Mikes
(Name of Person)

Quarles & Brady, LLP
(Firm/Company)

1395 Panther Lane, Suite 300
(Address)

Naples, Florida 34109
(City/State and Zip Code)

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REGISTRATION SECTION
TALLHASSEE, FLORIDA

For further information concerning this matter, please call:

Jason Hamilton Mikes, Esquire at (239) 659-5043
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION
OF
12TH AVENUE, L.L.C.**

The undersigned-subscribing Member to these Articles of Organization hereby forms a Limited Liability Company under the laws of the State of Florida.

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OFFICE OF REGISTRATIONS
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Limited Liability Company is: 12TH AVENUE, L.L.C.

EFFECTIVE DATE
11/08/05

**ARTICLE II
DURATION AND COMMENCEMENT OF EXISTENCE**

The existence of the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist in perpetuity unless sooner terminated as provided herein.

**ARTICLE III
PURPOSE**

This Limited Liability Company is organized for the purposes of transacting any and all lawful business authorized for Limited Liability Companies organized in Florida.

**ARTICLE IV
ADDRESS**

The mailing address and street address of the Limited Liability Company's principal office is: 5189 Old Gallows Way, Naples, Florida 34105.

**ARTICLE V
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent and registered office, in the State of Florida.

1. The name of the Limited Liability Company is: 12TH AVENUE, L.L.C.

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

Jason Hamilton Mikes, Esq.
~~Becker & Poliakoff, P.A.~~
~~14241 Metropolis Avenue, Suite 100~~
~~Fort Myers, Florida 33912~~
QUARLES & BRADY, LLP
1395 PANTHER LANE, STE 300
NAPLES, FLORIDA 34109

Having been named as registered agent 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Jason Hamilton Mikes, Esq.

Date: 11/10/05

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JAMES H. HARRIS, REGISTRAR
TALLAHASSEE, FLORIDA

ARTICLE VI CAPITAL

The minimum capital of the Limited Liability Company is One Thousand and No/100ths Dollars (\$1,000.00) and shall be paid in cash or other property. Additional contributions may be required in accordance with the terms of the Operating Agreement of 12TH AVENUE, L.L.C.

ARTICLE VII ADMISSION OF NEW MEMBERS

The intention is for the Limited Liability Company to be a single Member L.L.C. If, however, that should ever change, the admission of new Members shall be solely by unanimous vote (in interest) of the existing members.

ARTICLE VIII DISSOLUTION - WINDING UP - LIQUIDATION

A. **Dissolution.** Subject to the terms of Subsection B below, the Limited Liability Company shall be dissolved upon the unanimous written agreement of the Members.

B. **Right to Continue Business.** Notwithstanding Subsection A above, the non-terminated Members ("Remaining Members") of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company, despite the occurrence of any event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by written notice by any one or more of the Remaining

Members (representing at least a majority of the interests in the Limited Liability Company) to the other Remaining Members within thirty (30) days of any event described in Subsection A of this Article. This Subsection B shall not, however, allow for continuation of the Limited Liability Company if the number of Members at any time is less than one (1).

**ARTICLE IX
MANAGEMENT**

The Limited Liability Company shall initially be managed by its sole Member. The initial Managing Member, until the annual election to be conducted in calendar year 2006, and his address are:

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TALLAHASSEE, FLORIDA

James Gendreau
5189 Old Gallows Way
Naples, Florida 34105

IN WITNESS WHEREOF, the undersigned-subscribing Member has executed these Articles of Organization of 12TH AVENUE, L.L.C., effective this 8th day of ~~September~~ November, 2005

Witnesses

Monika Lindmayer
Printed Name: Monika Lindmayer

James Gendreau
James Gendreau

Deidra A. Wright
Printed Name: Deidra A. Wright

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Organization of 12TH AVENUE, L.L.C., was acknowledged before me this 8th day of ~~September~~ NOVEMBER, 2005, by James Gendreau. He is personally known [] to me or has produced _____ as identification and did did not take an oath.

Linda Ann Connelly
Notary Public

My Commission Expires:

Name: _____
Serial No. _____

(SEAL)

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