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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Egg Harbor, LLC

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PLEASE DELIVER TO:

NAME	FIRM	FACSIMILE #:	CONFIRMATION #:
1. Division of Corporations	Florida Dept. of State	850-205-0383	
RE: Egg Harbor, LLC			
Fax Audit No. H060000064853			
Comments:			

Please file the attached regarding the above-referenced limited liability company:

1. Articles of Organization.

We have requested a certificate of status and a certified copy of same.

Thank you.

From: Linda R. Minck, Esq. Phone No. 239-593-2967
THE ORIGINAL OF THIS DOCUMENT WILL BE SENT BY:

☐ ORDINARY MAIL
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☒ OVERNIGHT DELIVERY SERVICE
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ARTICLES OF ORGANIZATION
OF
EGG HARBOR, LLC

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

ARTICLE I -- NAME

The name of the limited liability company shall be Egg Harbor, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address of the Company shall be 730 Goodlette Road, North, Suite 100, Naples, Florida 34102. The street address of the initial principal office of the Company shall be 730 Goodlette Road, North, Suite 100, Naples, Florida 34102.

ARTICLE III -- 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 IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are Linda R. Minck, Esquire, 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108-2709.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the other members of the Company other than the member proposing to dispose of his or his interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VI – WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company upon the unanimous prior consent of all the nonwithdrawing members of the Company.

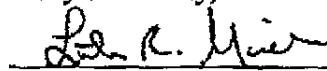
ARTICLE VII – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Company's Operating Agreement.

ARTICLE VIII – MANAGEMENT

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

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 9th day of January, 2006.


Linda R. Minck, Authorized Representative
of Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Egg Harbor, 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 her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: January 9, 2006


Linda R. Minck, Registered Agent

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