

## Florida Department of State

Division of Corporations

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

Borgata Square of Naples, LLC

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**ARTICLES OF ORGANIZATION  
OF  
BORGATA SQUARE OF NAPLES, 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 Borgata Square of Naples, LLC (the "Company").

**ARTICLE II - ADDRESS**

The mailing address and initial principal office of the Company shall be 4522 Executive Drive, Suite 103, Naples, Florida 34119.

**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 is Ellen A. Goldman, Esquire, Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108.

**ARTICLE V - MANAGEMENT**

The Company shall be managed by a Manager 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 the law or these Articles of Organization. At the time that these Articles of Organization are executed, the Manager is as follows:

David R. Bartley, Sr., Manager (MGR)  
4522 Executive Drive, Suite 103  
Naples, Florida 34119

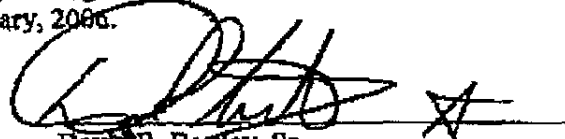
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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization on this 12<sup>th</sup> day of January, 2006.



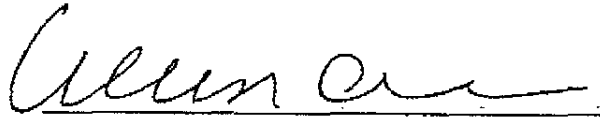
David R. Bentley, Sr.  
Authorized Representative of Members

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### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Borgata Square of Naples, 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 12, 2006.



Ellen A. Goldman, Registered Agent

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