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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

CURLEW 3 HOLDINGS, LLC

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ARTICLES OF ORGANIZATION

OF

CURLEW 3 HOLDINGS, LLC

1. Name. The name of this limited liability company is Curlew 3 Holdings, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 505 5th Avenue South, Naples, Florida 34102.


5. Registered Agent and Office. The name of the initial registered agent of the Company is Thomas B. Garlick, Esq.. The street address of the initial registered agent of the Company is: c/o Garlick, Steller & Peebles, LLP, 5551 Ridgewood Drive, Suite 101, Naples, Florida 34108.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Management of the Company. The Company shall be managed by one or more if its members in accordance with the operating agreement adopted by all of the members. The name and address of the initial managing member, who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is:

Kelly E. Capolino
505 5th Avenue South
Naples, Florida 34102

The undersigned executed these Articles of Organization effective as of the 26 day of April, 2006.


Thomas B. Garlick, Authorized Agent

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4-21-06

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Thomas B. GarlickDated: April, 26, 2006.APR 27 11:10:09
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