

04/27/2006 16:21 FAX 3057893490

STEARNS WEAVER MILLER

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Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

CDC Town Centre, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION
OF
CDC TOWN CENTRE, LLC

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

ARTICLE I
NAME

The name of the Limited Liability Company is CDC TOWN CENTRE, LLC (the "Company").

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is c/o Ciminelli Development Company, Inc., 350 Essjay Road, Williamsville, New York, 14221.

ARTICLE III
DURATION

The period of duration for the Company shall be perpetual.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

Name

Address

Lawrence J. Bailin

401 East Jackson Street, Suite 2200
Tampa, Florida 33602

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ARTICLE V
MANAGEMENT

The Company is to be managed by its Members.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of
Organization for the foregoing uses and purposes this 27th day of April, 2006.



Lawrence J. Bailin, as Authorized
Representative of the Members

APR 27 11:15 AM
2006
STEARNS WEAVER MILLER

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is CDC TOWN CENTRE, LLC.
2. The name and street address of the registered agent and office are: Lawrence J. Bailin, 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

Dated: April 27, 2006


Lawrence J. Bailin, as Authorized
Representative of the Members

REGISTERED AGENT'S ACCEPTANCE

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, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: April 27, 2006


Lawrence J. Bailin, Registered Agent