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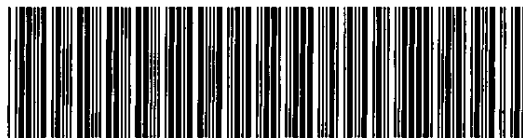
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# JOEL S. TREUHAFI LAW OFFICES

*Professional Association*

Joel S. TreuhafI, Attorney at Law  
Admitted in Florida and Ohio

June 13, 2006

Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

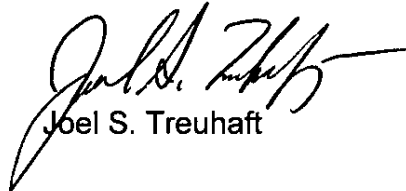
**RE: Registration of Toledo Harbor LLC**

Dear Registration Section:

Enclosed please find Articles of Organization for Toledo Harbor LLC and Check # 1228 in the amount of \$130.00 for Filing Fee and Certificate of Status.

Thank you in advance for your anticipated cooperation with regard to this matter. If you have any questions or comments, please do not hesitate to contact me at your earliest convenience.

Very truly yours,

  
Joel S. TreuhafI

cc:  
Client

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**TOLEDO HARBOR L.L.C.**

**ARTICLE I - Name**

The name of the Limited Liability Company is: **Toledo Harbor L.L.C.**

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Limited Liability Company is: **850 Dunbar Avenue, Oldsmar, Florida 34677.**

**ARTICLE III - Effective Date and Duration**

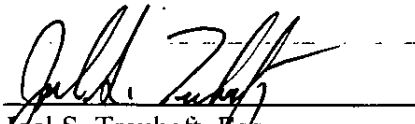
The effective date of for these Articles of Organization shall be the date of filing. The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV - Registered Agent, Registered Office & Registered Agent's Signature:**

The name and the Florida Street address of the registered agent are:

**Joel S. Treuhaft, Esq.; 2274 State Road 580, Suite C; Clearwater, Florida 33763.**

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated by 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 relating to the proper and complete performance of my duties, and I hereby am familiar with and accept the obligations of my position as registered agent as provided for in Florida Statutes Chapter 608.*

  
Joel S. Treuhaft, Esq.

**ARTICLE V - Management**

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

**Paul A. Cianci, Managing Member  
850 Dunbar Avenue, Oldsmar, Florida 34677**

**Mark Manera, Managing Member  
P.O. Box 6500; Toledo, Ohio 43612**

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## ARTICLE VI - Admission of Additional Members

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admission shall be determined by mutual agreement of the current Members.

## ARTICLE VII - Members Rights to Continue Business

The right, if given, of the remaining Members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company shall be: **Upon the remaining member's purchase of the other member's value in the Company, based on fair market value and/or an independent appraisal of same, or upon admission of an additional member or members.**



Paul A. Cianci  
Managing Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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