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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : FOWLER WHITE BOGGS BANKER P.A. (NAPLES OFFICE)
Account Number : I20050000089
Phone : (239)598-1221
Fax Number : (239)598-3499

SECRETARY OF STATE
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

BROOKSIDE HOLDINGS, LLC

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**ARTICLES OF ORGANIZATION
OF
BROOKSIDE HOLDINGS, LLC**

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

ARTICLE I - NAME

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

ARTICLE II - ADDRESS

The initial mailing address and street address of the principal office of the Company shall be 1943 Estey Avenue, Naples, Florida 34104.

ARTICLE III - REGISTERED AGENT & REGISTERED OFFICE

The name and the Florida street address of the initial registered agent of the Company shall be Fowler White Boggs Banker P.A., 5811 Pelican Bay Boulevard, Suite 600, Naples, FL 34108.

ARTICLE IV - MANAGEMENT BY MANAGERS

The Company shall be manager-managed. The initial manager of the Company and his address is as follows:

Michael Alan Silverman
1943 Estey Avenue
Naples, Florida 34104

NOW THEREFORE, the undersigned has signed these Articles of Organization for the Company and acknowledged them to be his act this 20th day of July, 2006.

By: 
Aaron A. Farmer, Authorized Representative

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

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**CERTIFICATE OF ACCEPTANCE
OF DESIGNATION OF
REGISTERED AGENT OF
BROOKSIDE HOLDINGS, LLC**

Pursuant to Chapter 608, Florida Limited Liability Company Act, Fowler White, located at 5811 Pelican Bay Boulevard, Suite 600, Naples, FL 34108, having been named as registered agent to accept service of process upon BROOKSIDE HOLDINGS, LLC, hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Acceptance to be executed in Naples, Collier County, Florida on this 20th day of July, 2006.

FOWLER WHITE BOGGS BANKER P.A.

By: 

Aaron A. Farmer

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TALLAHASSEE, FLORIDA

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