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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 364406 82724A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : September 11, 2006

ORDER TIME : 8:30 AM

ORDER NO. : 364406-005

CUSTOMER NO: 82724A

06 SEP 11 AM 9:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: BROWN PROPERTY INVESTMENTS II,
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
BROWN PROPERTY INVESTMENTS II, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this limited liability company is Brown Property Investments II, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The principal office and mailing address of the Company is 1895 Seward Avenue, Suite 3, Naples, Florida 34109. The Company's registered agent is Michael A. Durant whose office is located at 2210 Vanderbilt Beach Road, Suite 1201, Naples, Florida 34109.

**ARTICLE III
DURATION**

The Company shall have perpetual duration.

**ARTICLE IV
ORGANIZER**

The organizer of the Company is Darren D. Brown, who is a natural person at least eighteen (18) years old.

**ARTICLE V
PURPOSE AND POWERS**

This Company is organized with a general business purpose, has all powers provided by law and may use those powers for any lawful purpose.

ARTICLE VI MANAGEMENT

The Company is to be managed by its Managers as further provided in the Company's Operating Agreement. No Member other than the Managers are agents of the Company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company, each of whom, individually shall have that authority. The name and address of the initial Managers are:

Darren D. Brown
1895 Seward Avenue, Suite 3
Naples, FL 34109

Joshua R. Brown
1895 Seward Avenue, Suite 3
Naples, FL 34109

Richard E. Brown
1895 Seward Avenue, Suite 3
Naples, FL 34109

ARTICLE VII ADMISSION OF NEW MEMBERS

The Company may admit new Members as provided in the Company's Operating Agreement.

ARTICLE VIII RELATIONSHIP OF ARTICLES OF ORGANIZATION TO THE OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent allowed by law, the Operating Agreement will govern.

Executed this 8th day of September, 2006.

ORGANIZER:



Darren D. Brown


**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Brown Property Investments I, LLC
2. The name and address of the registered agent and office is:

Michael A. Durant
Conroy, Conroy & Durant, P.A.
2210 Vanderbilt Beach Road
Suite 1201
Naples, Florida 34109

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, 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 am familiar with accept the obligations of my position as registered agent.


(Signature)

September 8, 2006

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Brown Property Investments II, LLC
Acceptance of Registered Agent