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From: Account Name : PORTER, WRIGHT, MORRIS & ARTHUR
Account Number : 102233003533
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

13 FNL, LLC

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Attorneys and
Counselors at Law

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***ATTN: LESLIE
C/O LLC Dept.**

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PLEASE DELIVER TO:

NAME	FIRM	FACSIMILE #:	CONFIRMATION #:
1. Division of Corporations	Florida Dept. of State	850-205-0383	
RE: 13 FNL, LLC			
Fax Audit No. H060002953493			

***Third Submission**

Comments:

We are re-submitting the above referenced online filing, along with a copy of your transmittal letter to us received today, December 15, 2006. Please file the attached regarding the above-referenced limited liability company:

1. Articles of Organization; and
2. Acceptance of Registered Agent.

We have requested a certificate of status and a certified copy of same.

Thank you.

From: Alan A. Ryan, Esq. Phone No. 239-593-2960

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ARTICLES OF ORGANIZATION

OF

13 FNL, LLC

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

ARTICLE I - NAME

The name of the limited liability company shall be 13 FNL, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address of the Company shall be P.O. Box 711, Naples, Florida 34106. The principal office of the Company is 3595 Gordon Drive, Naples, Florida 34102.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is Jean A. Ryan, Esquire, Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108.

ARTICLE V - MANAGEMENT

The Company shall be managed by the Member in accordance with the Operating Agreement adopted by the Member for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. At the time that these Articles of Organization are executed, the Managing Member is as follows:

Desty Properties, LLC, Managing Member (MGRM)
3595 Gordon Drive
Naples, Florida 34102

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization on this 15 day of December, 2006.


Jean A. Ryan,
Authorized Representative of Members

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of 13 FNL, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and 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 her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: December 15, 2006

Jean A. Ryan, Registered Agent

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