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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) 254-7590

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

POTTS PROPERTIES, LLC

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H07000102218 3

ARTICLES OF ORGANIZATION**OF****POTTS PROPERTIES, 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 is POTTS PROPERTIES, LLC (the "Company").

ARTICLE II — ADDRESS

The mailing address is 2640 Golden Gate Parkway, #205, Naples, FL 34105 and the street address of the principal office of the Company is 2640 Golden Gate Parkway, #205, Naples, FL 34105.

ARTICLE III — REGISTERED AGENT, REGISTERED OFFICE, AND AGENT'S SIGNATURE

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

ARTICLE IV — MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager managed company. The name and the address of the initial manager of the Company is Andrew D. Potts and Shannon K. Potts.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Naples, Florida, on this 16th day of April, 2007.


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.)

H07000102218 3

H07000102218 3

**CERTIFICATE OF ACCEPTANCE
OF DESIGNATION OF
REGISTERED AGENT OF
POTTS PROPERTIES, 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 POTTS PROPERTIES, 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 16th day of April, 2007.

FOWLER WHITE BOGGS BANKER P.A.

By: 

Aaron A. Farmer, Esq.

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