

Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)205-0383

Account Name : THE FLORIDA COMPANY

Account Number : 120060000001

Phone : (608)827-5300

Fax Number

: (608)824-0405

ORIDA/FOREIGN LIMITED LIABILITY CO.

Spaces-Naples LLC

Certificate of Status	. 0
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ARTICLES OF ORGANIZATION OF Spaces-Naples LUC

ARTICLE I

NAME

The name of the limited liability company shall be: Spaces-Naples LLC

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 1950 West Crown Pointe Blyd, #207, Naples, Florida 34112.

ARTICLE III

INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Business Filings Incorporated, 1203 Governors Square Blvd, Suite 10, Tallahassee, Florida 32301-2960. Located in the County of Leon.

ARTICLE IV

DURATION

The duration for the limited liability company shall be: 12/31/2047.

ARTICLE V

MANAGERS/MEMBERS

The management of the limited liability company is reserved for the Members and the names and addresses of the members of the Limited Liability Company are:

Carole S. Swaney, 1950 West Crown Pointe Blvd, #207, Naples, Florida 34112 Rosemary J. Palermo, 1950 West Crown Pointe Blvd, #207, Naples, Florida 34112

7. Com

The Florida Incorporating Company, Organizer

Terese Coulthard, Asst. Sec. Authorized Representative

Prepared by Terese Coulthard, The Florida Incorporating Company, 8025 Excelsior Dr.,

Suite 200, Madison, WI 53717

(608) 827-5300

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the limited liability company is: Spaces-Naples LLC

The name and address of the registered agent and office is Business Filings Incorporated, 1203 Governors Square Blvd, Suite 101, Tallahassee, Florida 32301-2960. Located in the County of Leon.

Having been named as registered agent and to accept service of process for the above of the first than the stated company at the place designated in this certificate. I hereby accept the appointment of the property at a containing 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. The first of a state of the property and the property a

Signature:

Torose Coultbard Aget See

Date: May 15, 2007

SECRETARY OF STATE DIVISION OF CORPORATION OF CORPORATION OF MAY 16 AM 8: 21