

107 0000 73666

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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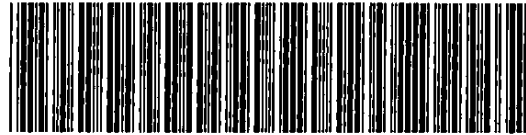
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NOTARY PUBLIC
JULIA A. SCHEFFEL

107-73666
al

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JACKSONVILLE, FLORIDA 32257
EMAIL: GHELWIG@HELWIGANDTODD.COM
PH TODD@HELWIGANDTODD.COM

July 11, 2007

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Alto Diversified Properties, LLC

Dear Sir/Madam:

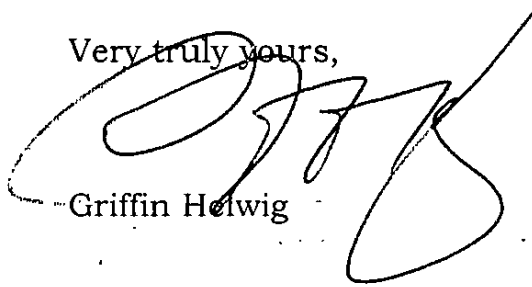
I have enclosed the original and a copy of the Articles of Organization of **Alto Diversified Properties, LLC**, to be filed with the Secretary of State.

Also enclosed is the firm's check in the amount of \$155.00 for the cost of filing the Articles and obtaining a certified copy of same.

Please forward the certified copy to me at the above address.

Thank you for your assistance in this matter.

Very truly yours,


Griffin Helwig

GH/jly

Encl:2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
Alto Diversified Properties, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company shall be Alto Diversified Properties, LLC ("Company"). The principal place of business of the Company and mailing address of the Company in Florida shall be 1032 Durbin Parke Drive, Jacksonville, Florida 32259

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a

limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Alberto Rodriguez, 1032 Durbin Parke Drive, Jacksonville, Florida 32259

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his, her or its interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his, her or its interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VI - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the

occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.


ARTICLE VII - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a member - managed company.

ARTICLE VIII - MEMBERS

The only member of the limited liability company is Alto Diversified Properties, Inc.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Jacksonville, Florida, for the foregoing uses and purposes this 9 day of July 2007.



Alto Diversified Properties, Inc.
by Alberto Rodriguez
its President

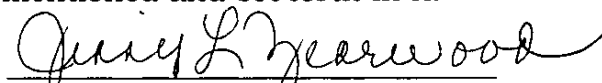
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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 9 day of July, 2007, by, to me well known to be the organizers of the above limited liability company and who subscribed the above Articles of Organization, and they freely and voluntarily acknowledged before me according to law that they made the same for the uses and purposes mentioned and set forth in it.

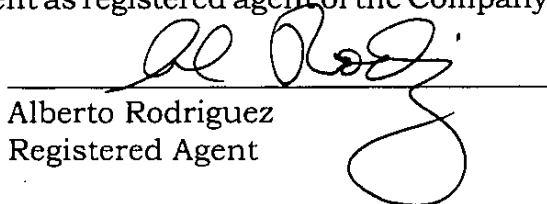
JINNY L. YEARWOOD
Notary Public, State of Florida
My comm. exp. April 24, 2009
Comm. No. DD 421694



Notary Public Signature
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Alto Diversified Properties, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.



Alberto Rodriguez
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA