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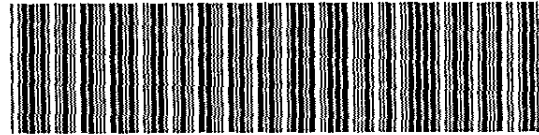
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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Woodale Properties LLC

☐ Art of Inc. File  
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**ARTICLES OF ORGANIZATION  
OF  
WOODALE PROPERTIES LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization:

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be **WOODALE PROPERTIES LLC**.

**ARTICLE II  
DURATION**

This Limited Liability Company shall exist for not more than fifty years from the effective date of these Articles. For the purpose hereof, the "effective date" of these Articles shall be the date of their filing with the Florida Department of State.

**ARTICLE III  
PURPOSE**

The Limited Liability Company is being formed for the purpose of engaging in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

**ARTICLE IV  
PLACE OF BUSINESS AND REGISTERED AGENT**

The initial principal place of business and the initial mailing address of this Limited Liability Company shall be 1401 E. Broward Blvd., Suite 110, Ft. Lauderdale, Florida 33301, provided that the principal place of business may be changed from time to time and the Limited Liability Company may have such other place or places of business as the member from time to time may determine. The name and the address of the original registered agent of this Limited Liability Company is: Park I. Butch, 1401 E. Broward Blvd., Suite #110, Ft. Lauderdale, Florida 33301.

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**ARTICLE V**  
**CONTRIBUTIONS TO CAPITAL**

The initial capital of this Limited Liability Company shall consist of the sum of not less than \$100.00 contributed by its member in money or in property, the fair market value thereof being determined by agreement of all the member(s). No additional contributions will be required to be made, but may be made, by the member(s) of this Limited Liability Company, upon approval of the member(s) holding a majority of the interests in the Company.

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**  
**AND**  
**TRANSFER OF MEMBERS' INTEREST**

No person shall be admitted as an additional member of this Limited Liability Company, without the approval of member(s) holding a majority of the interests in the Company.

A member's interest in this Limited Liability Company shall not be transferred, whether voluntarily or involuntarily, by operation of law, by execution or levy of judgment or lien, by judgment or order of court or by any other means, without the approval of the member(s) holding a majority of the interests in the Company, which he/she/they shall not be required to give. Without the approval of the members holding a majority of the interests in the Company, any such proposed transfer of a member's interest shall not entitle the transferee to become a member of or to participate in the management of this Limited Liability Company and shall entitle the would-be transferee solely to and as a charge upon (i) the share of income of, and (ii), when, as and if declared by the member(s) holding a majority of the interests in the Company, distributions, by way of profits, return of capital or otherwise, from this Limited Liability Company, in each case with respect to the would-be transferor's share thereof and interest in this Limited Liability Company, but not including any compensation paid to the would-be transferor for services rendered to this Limited Liability Company.

**ARTICLE VII**  
**MANAGEMENT OF BUSINESS**

The business of this Limited Liability Company shall be managed by a manager. Park I. Butch is hereby appointed as manager to carry out the day to day business of this Limited Liability Company. The manager is authorized to employ personnel to conduct the business of this Limited Liability Company. The manager may, with the approval of the member(s) holding a majority of the interests in the Company, bind the

Limited Liability Company for any obligation. The Limited Liability Company is to be managed by the manager and is, therefore, a manager-managed company.

#### **ARTICLE VIII**

#### **WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION**

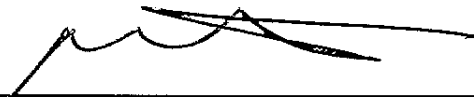
Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any of the initial members or upon the occurrence of any other event which terminates the continued membership of any of the initial members, this Limited Liability Company shall be dissolved; provided that the members holding a majority of the interests in this Limited Liability Company, other than the deceased, retired, resigned or expelled members, may consent to continue the business of this Limited Liability Company, or by amendment to these Articles of Organization may provide for the continued existence of this Limited Liability Company subsequent to the foregoing events, and subject to distribution to the former member, his heirs and successors, of assets provided in dissolution.

#### **ARTICLE IX**

#### **AMENDMENTS**

These articles may be amended from time to time by a written consent of the members holding a majority of the interests in the Company, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, being an initial member, has executed these Articles of Organization on October 15, 2007.

  
\_\_\_\_\_  
Park I. Butch

STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 15  
day of October, 2007, by Park I. Butch, as a member of Woodale  
Properties LLC, who is personally known to me or who has produced  
\_\_\_\_\_ as identification, and did take an oath.

My Commission Expires:



Mary L. Oscariz  
Notary Public,  
State of Florida

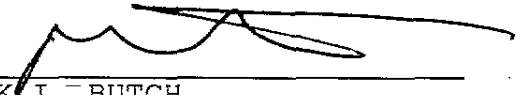
**OATH OF ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been named as the registered agent for:

WOODALE PROPERTIES LLC

at the place described in the attached Articles of Organization, hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of these duties, and further, is familiar with and accepts the duties and obligations in Section 607.0505 of the Florida Statutes.

Dated this 16 day of October, 2007.

  
PARK I. BUTCH