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**McSHERRY & PATTON**

*A Legal Professional Association*  
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**COVER LETTER**

Mailing Address

Street/Courier Address

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**TO: Registration Section  
Division of Corporations**

**SUBJECT:**

FSP-Florida, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

James C. McSherry  
McSherry & Patton  
Attorneys at Law  
178 East Washington Street  
Chagrin Falls, Ohio 44022  
(440) 247-7800

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Very truly yours,

James C. McSherry



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 23, 2008

JAMES C. MCSHERRY  
MCSHERRY & PATTON, ATTORNEYS AT LAW  
178 EAST WASHINGTON STREET  
CHAGRIN FALLS, OH 44022

SUBJECT: FSP-FLORIDA, LLC  
Ref. Number: W08000003709

We have received your document for FSP-FLORIDA, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is *not distinguishable* from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Document Specialist

Letter Number: 508A00004818

**ARTICLES OF ORGANIZATION  
FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I – Name:**

The name of the Limited Liability Company is:

FSP of Southwest Florida, LLC

(Must end with the words “Limited Liability Company, “L.L.C.,” or “LLC.”)

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the Limited Liability is:

**Principal Office Address:**

35440 Solon Road  
Solon, Ohio 44139

**Mailing Address:**

35440 Solon Road  
Solon, Ohio 44139

**ARTICLE III – Registered Agent, Registered Office, & Registered Agent’s Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

James Woyton

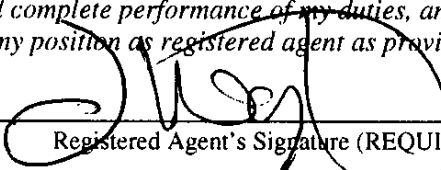
9 Casper Drive

Palm Coast, FL 32137

(P.O. Box NOT acceptable)

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TALLAHASSEE FLORIDA

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment 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, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, F.S..*

  
\_\_\_\_\_  
Registered Agent’s Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

**ARTICLE IV – Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

“MGR” = Manager

“MGRM” = Managing Member

**Name and Address:**

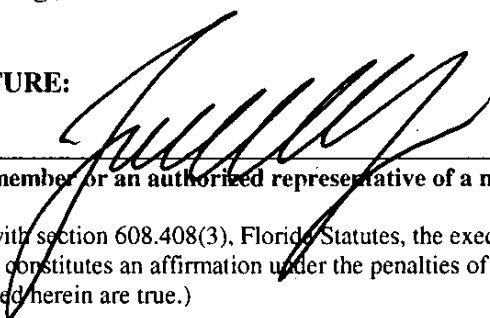
MGRM	Patrick A. O'Donnell
	35440 Solon Road
	Solon, Ohio 44139

(Use attachment if necessary)

**ARTICLE V – Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)**

**(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)**

**REQUIRED SIGNATURE:**



\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

(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.)

\_\_\_\_\_  
James C. McSherry, Authorized Representative

Typed or printed name of signee

**Filing Fees:**

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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TALLAHASSEE FLORIDA