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Garvin Tripp, PA

239-334-848

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Division of Corporations

Page 1 of 1

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Quail One, LLC

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ARTICLES OF ORGANIZATION

OF

QUAIL ONE, LLC

These Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 4th day of February, 2008.

1. Name. The name of the limited liability company is **QUAIL ONE, LLC**.

2. Address. The address of the company's principal office shall

13222 Pondapple Drive
Naples, Florida 34119

3. Registered Agent and Address. The initial registered agent of the company is ,
Gary Wolter, with an address of:

13222 Pondapple Drive
Naples, Florida 34119

4. New Members. The member(s) may admit new members upon agreement of the member(s) upon terms determined hereafter by the member(s).

5. Continuation. Upon occurrence of an event listed in Florida Statute 608.407(1)(f), the then existing and/or non-bankrupt members may continue the business of the company, if all agree to do so.

6. Management. The company shall be managed by its designated manager until the first annual meeting of the members or until a successor is elected and qualifies. The designated manager's name and address is as follows:

Gary Wolter

Jeannie A. Liebegott, Esq.
Garvin & Tripp, P.A.
2532 East First Street
P.O. Drawer 2040
Fort Myers, Florida 33902
Florida Bar #0769711

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Naples, Florida 34119

7. Powers. This company shall have powers listed in Florida Statute 608.404.
8. Transferability. No member may transfer his, her or its interest in the company without the consent of the other members.
9. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.
10. Arbitration. Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

The undersigned executed these Articles of Organization effective as of the date above first stated.


Jeannie A. Liebegott, Esq.,
Authorized Representative

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Jeannie A. Liebegott, Esq.
Garvin & Tripp, P.A.
2532 East First Street
P.O. Drawer 2040
Fort Myers, Florida 33902
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

QUAIL ONE, LLC

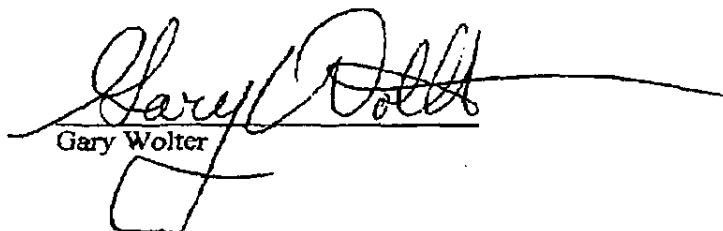
2. The name and address of the registered agent and office is:

**Gary Wolter
13222 Pondapple Drive
Naples, Florida 34119**

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.

Dated as of the 4th day of February, 2008.

SIGNED:


Gary Wolter

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