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GIBSON, KOHL-HELBIG, WOLFF & HRIC, P.L. 1800 Second Street, Suite 901 Sarasota, Florida 34236

Reply To: P. O. Box 49823 Sarasota, FL 34230 <u>Telephone: (941) 954-1359</u>

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MICHAEL HRIC

Attorney At Law

Fax: (941) 953-2501

March 10, 2008

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

RE: PGMG Advisory and Management, LLC

Dear Sir/Madam:

Enclosed, in accordance with Chapter 608, Florida Statutes, please find the original and one (1) copy of the executed Articles of Organization for the above-named entity for filing with your office. We have enclosed our check in the amount of One Hundred Fifty-Five Dollars and 00/100 (\$155.00) to cover the following fees:

Filing Articles of Incorporation	\$100.00
Certified Copy Articles of Organization	30.00
Registered Agent Designation	<u> 25.00</u>
	\$155.00

Kindly forward to the undersigned the certified copy of the Articles of Organization, as filed, at your earliest convenience.

Should you have any questions, please feel free to contact our office. Thank you for your assistance in this matter.

Very truly yours,

Michael Hric, Esq.

MH/sam Enclosures



ARTICLES OF ORGANIZATION OF PGMG ADVISORY AND MANAGEMENT, LLC

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 PGMG ADVISORY AND MANAGEMENT, LLC, ("Limited Liability Company").

ARTICLE II - DUKALING. This Limited Liability Company shall commence its existence on the date of filing these The second state of the second stat Articles of Organization and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III - PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which this Limited Liability Company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the Limited Liability Company, shall be as follows:

- 1. To acquire, purchase, sell or otherwise dispose of, lease, subdivide, or mortgage real estate and personal property, whether tangible or intangible.
- 2. To purchase, manage, operate, acquire, undertake and carry on all or any of the business or activity permitted under applicable law.
- 3. To engage in any other activity or business authorized or permitted under Florida law and to do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with Florida law.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Limited Liability Company to carry on any business, exercise any power, or do any act which a Limited Liability Company may not, under Florida law, lawfully carry on, exercise, or perform.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 5613 Cape Leyte Drive, Sarasota, Florida 34242, and the name of its initial registered agent at such address is Peter W. Gravelle.

ARTICLE V - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this Limited Liability Company shall be 5613 Cape Leyte Drive, Sarasota, Florida 34242

ARTICLE VI – MANAGEMENT

This Limited Liability Company shall be managed by one or more managers and therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota County, Florida, for the foregoing uses and purposes this ______ day of ______, 2008.

PETER W. GRAVELLE, as the authorized representative of this Limited Liability Company

STATE OF FLORIDA COUNTY OF SARASOTA

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Before me personally appeared PETER W. GRAVELLE, to me [] who is personally known or [] who has produced __________ as identification, to be one of the organizers or other authorized representatives of the above limited liability company and who subscribed the above Articles of Organization, and he freely and voluntarily acknowledged before me, according to law, that he made the same for the uses and purposes mentioned and set forth in it and who did take an oath.

<u>Augustical seal this</u> <u>Augustical and approximate and affixed my official seal this</u> <u>and affixed my official seal this</u> <u>Augustical and affixed my official seal this</u> <u>1000</u>, 2008.



NOTARY PUBLI Name Printed: My Commission Expi Commission No.:

Page 2 of 3

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE **STATEMENT** REGISTERED FOLLOWING IN DESIGNATING THE OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is PGMG ADVISORY AND MANAGEMENT, LLC
- 2. The name and address of the registered agent and office is:

Peter W. Gravelle 5613 Cape Leyte Drive Sarasota, Florida 34242

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.

PETER W. GRAVELLE