

03/28/2008 3:05

Division of Corporations

QUARLES & BRADY LLP

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

JOEREG, LLC

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**ARTICLES OF ORGANIZATION
OF
JOEREG, LLC**

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The undersigned authorized agent of the initial Members of the limited liability company hereby certifies that the Members, for the purpose of forming a limited liability company under the laws of the State of Florida, provided for the formation, rights, privileges, and immunities of a limited liability company for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be JOEREG, LLC (the "Company").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The street address of the principal office of this Company shall be: 1395 Panther Lane, Suite 300, Naples, FL 34109. The mailing address of this Company shall be c/o Quarles & Brady LLP, Citigroup Center, 500 West Madison Street, Suite 3700, Chicago, IL 60661-2511.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 1395 Panther Lane, Suite 300, Naples, Florida 34109.

**ARTICLE IV
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

**ARTICLE V
MANAGEMENT**

The Company shall be manager-managed in accordance with the Operating Agreement adopted by the initial Members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law, this Instrument and the Florida Limited Liability Company Act.

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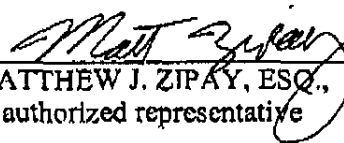
ARTICLE VI
RESTRICTIONS ON MEMBERSHIP

The initial Members shall have the right to admit new Members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or other dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Company, the existence of the Company shall continue.

Executed by the undersigned at Naples, Florida on the 28 day of March, 2008.

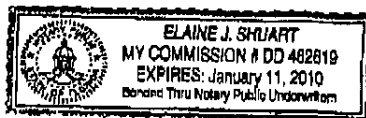

MATTHEW J. ZIPAY, ESQ.,
as authorized representative


STATE OF FLORIDA

COUNTY OF COLLIER

BEFORE ME the undersigned authority, this 28 day of March, 2008, personally appeared MATTHEW J. ZIPAY, ESQ., as authorized representative of JOEREG, LLC, who is personally known to me.

(SEAL)




Notary Public - State of Florida

Printed Name: _____

My commission expires: _____

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

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

THE NAME OF THE LIMITED LIABILITY COMPANY IS JOEREG, LLC.

THE NAME OF THE INITIAL REGISTERED AGENT OF THE LIMITED LIABILITY COMPANY IS NAPLES-LAWDOCK, INC., AND THE ADDRESS OF THE OFFICE OF THE REGISTERED AGENT IS 1395 PANTHER LANE, SUITE 300, NAPLES, FLORIDA 34109.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of JOEREG, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of the position of Registered Agent.

Date: March 28, 2008

NAPLES-LAWDOCK, INC.,
A Florida Corporation

By: 

KIMBERLY LEACH JOHNSON
as Secretary

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