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Florida Department of State
Division of Corporations
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Division of Corporations
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Fifty Two 2311, LLC

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APR 23 2008

EXAMINER

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ARTICLES OF ORGANIZATION of FIFTY TWO 2311, LLC

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME

The name of the company is Fifty Two 2311, LLC.

ARTICLE TWO: ADDRESS

The street address of the company is 411 63rd St NW, Bradenton, FL 34209 and its mailing address is the same. The company may subsequently change either such address as provided in the Operating Agreement of the company.

ARTICLE THREE: COMMENCEMENT AND DURATION

The company shall commence its existence on 22 April 2008 and it shall exist perpetually thereafter.

ARTICLE FOUR: OPERATING AGREEMENT

The company shall adopt an Operating Agreement by affirmative unanimous vote of all the members of the company, which may thereafter be amended or repealed only upon the same affirmative unanimous vote. The Operating Agreement must be in writing and signed by all members.

ARTICLE FIVE: MANAGEMENT

The company shall be managed by one or more managers who shall be elected by majority vote of the membership interests. Any manager may be recalled by the same such vote of the members, provided a new manager is thereupon simultaneously elected. The Operating Agreement to be adopted by the company shall establish the number of managers and may set forth other provisions consistent herewith regarding their election and responsibilities; until otherwise established thereby, there shall be one manager. The name and address of the first manager of the company is Carole Monaco, 411 63rd St NW, Bradenton, FL 34209.

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ARTICLE SIX: ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except upon the affirmative unanimous vote of all the members of the company, on such terms and conditions as shall be agreed to by all the members.

ARTICLE SEVEN: CONTINUATION OF BUSINESS

The remaining members shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

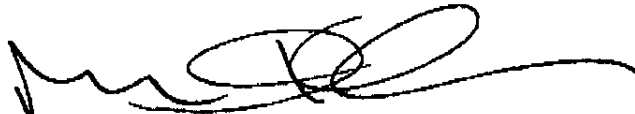
ARTICLE EIGHT: REGISTERED OFFICE AND AGENT

The registered office of the corporation is to be at 3908 26th Street West, Bradenton, Florida 34205, and the initial Registered Agent at that address is Marc H. Feldman. Such registered office and agent may be changed by the company upon filing a proper notice of such change with the Florida Department of State.

ARTICLE NINE: AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended only upon the affirmative unanimous vote of all the members of the company.

In Witness Whereof, these Articles of Organization are executed on 22 April 2008 by Marc H. Feldman, as authorized representative for the initial member or members of the company.



Marc H. Feldman

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ACCEPTANCE OF APPOINTMENT
as
REGISTERED AGENT

I, Marc H. Feldman, accept my appointment as Registered Agent for Fifty Two 2311, LLC, and will maintain the registered office of the company in Manatee County, Florida, at 3908 26th Street West, Bradenton, Florida 34205-3510.

I am familiar with and accept the obligations imposed upon me as Registered Agent under Florida Law.

Dated: 22 April 2008.



Marc H. Feldman

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