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FLORIDA/FOREIGN LIMITED LIABILITY CO.

NAP Matanzas Woods LLC

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**ARTICLES OF ORGANIZATION  
OF  
NAP Matanzas Woods LLC  
a Florida Limited Liability Company**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be NAP Matanzas Woods LLC (the "Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be 7500 College Parkway, Fort Myers, Florida 33907.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The initial registered agent of the Company in the State of Florida is R&A Agents, Inc., an O corporation, authorized to transact business in the State of Florida ("R&A"), and the mailing address a street address of R&A is Trianon Centre, 850 Park Shore Drive, Third Floor, Naples, Florida 34103.

**ARTICLE V -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except as set forth in the Operating Agreement of the Company. A member may only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company.

**ARTICLE VI -- TERMINATION OF EXISTENCE**

Upon the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members; provided, however, that the occurrence of any of the events described in Florida Statutes 608.4237 (1) (a) through (f), inclusive, and (2) shall not operate to terminate membership of a member in the Company or dissolve the Company unless the remaining member(s) properly files articles of dissolution with the Department of State.

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#### ARTICLE VII -- MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company is:

<u>NAME</u>	<u>ADDRESS</u>
NAP II Investments Management Company, Inc., an Ohio corporation	7500 College Parkway Fort Myers, FL 33907

The initial manager is expressly authorized to act on behalf of the Company. The execution of any document by one or more managers will fully bind the Company.

#### ARTICLE VIII - AMENDMENT

These Articles of Organization may be amended by the consent of a majority-in-interest of the members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Fort Myers, Florida, on this 6 day of May, 2008.

Member:

NAP Investors III LLC,  
an Ohio limited liability company

By: NAP II Investments Management Company, Inc.,  
an Ohio corporation, its Manager

By: Susan M. Sprehn  
Susan M. Sprehn, as Assistant Secretary -  
Southeast Operations



[ACKNOWLEDGMENT TO FOLLOW ON NEXT PAGE]

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STATE OF FLORIDA           )  
                                  ) ss:  
COUNTY OF LEE            )

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of May, 2008, by Susan M. Sprehn, as Assistant Secretary – Southeast Operations of NAP II Investments Management Company, Inc., an Ohio corporation, the Manager of NAP Investors III LLC, an Ohio limited liability company, on behalf of said corporation and limited liability company, who is ( ☒ ) is personally known to me, or (    ) has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC-STATE OF FLORIDA  
Marilynn Norris  
Commission #DD692613  
Expires: JULY 05, 2011  
BONDED THIRD ATLANTIC BONDING CO., INC.

Marilynn Norris  
NOTARY PUBLIC  
Name: MARILYNN NORRIS  
(Type or Print)  
My Commission Expires: 7-5-2011

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## NAP Matanzas Woods LLC

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of NAP Matanzas Woods 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 accepts the obligations of the position of registered agent.

R&A Agents, Inc.,  
an Ohio corporation, authorized to transact  
business in the State of Florida

By:   
Stephen E. Thompson, as Assistant Secretary

530686 5/7/2008

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