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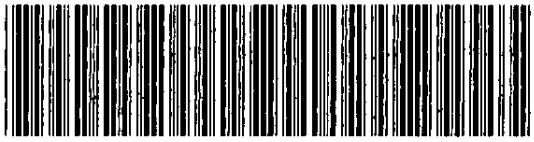

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: BELL WASHINGTON CONDO PROPERTY, L.L.C.

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

James E. Willis, Attorney at Law
975 6th Ave. S., Suite 200
Naples, FL 34102

For further information concerning this matter, please call:

James E. Willis, Esq. at (239) 435-0094

Enclosed is a check for the following amount: $160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION
OF
BELL WASHINGTON CONDO PROPERTY, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I -- Name:

The name of the Limited Liability Company is: BELL WASHINGTON CONDO PROPERTY, L.L.C.

This Limited Liability Company is organized for the purpose of engaging in any activity or business permitted under the laws if the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

ARTICLE II -- Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
895 10th Avenue South, Naples, Fl 34102

ARTICLE III -- Registered Agent

The name and the Florida street address of the initial registered agent are:

James E. Willis, Esquire
975 6th Avenue South, Suite 200
Naples, Florida 34102

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TALLAHASSEE, FLORIDA

ARTICLE IV -- Management

The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company. The initial number of managers is two. The number of Managers may be modified by the Operating Agreement as may be adopted in writing by the membership from time to time. The company shall be managed by said Manager or Managers in accordance with an Operating Agreement adopted by the 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 or these articles of organization. The name and address of the initial Managers of the company are:

Ronald H. Bell and Jean O. Bell
895 10th Avenue South, Naples, Fl 34102

ARTICLE V -- Limitation on Agency Authority of Members:

Pursuant to Section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member. The Company is managed exclusively by a Manager or Managers and Members have no authority to bind the Company.

ARTICLE VI -- Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members. The Operating Agreement may provide for and regulate different classes of membership interests, which may consist of having voting and non-voting interests, and/or membership interests with different priorities at time of dissolution and distribution.

No member may assign any part or all of his interest, voluntarily or involuntarily, without the consent of the Manager(s) and of the non-assigning members which consent is given in accordance with the terms of the Operating Agreement and Article VII hereinafter set forth.

ARTICLE VII – Initial Members and Admission of New Members

The subscribing initial members of the Limited Liability Company are as follows:

Ronald H. Bell 50% membership ownership and Jean O. Bell 50% membership ownership
895 10th Avenue South, Naples, Fl 34102

Except as set forth in the Operating Agreement, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. No member may assign any part or all of his interest, voluntarily or involuntarily, without the consent of a majority of the Manager(s) and a majority in interest of the other non-assigning members which consent is given in accordance with the terms of the Operating Agreement. The transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of said member's interest approve of the proposed transfer by written consent.

ARTICLE VIII – Members' Right to Continue Business and Termination

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the limited liability company, the remaining Members shall have the right to continue the business on the unanimous consent of the remaining Members.

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TASSEE

The company shall terminate on December 31, 2038, or at such earlier date as provided in the Operating Agreement. Subsequent to said termination date the Manager shall engage in only such matters as is reasonably required to liquidate the affairs of the Limited Liability Company

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledge them to be my act this 16th day of June, 2008.

Typed or printed name of signee

RONALD H. BELL, Member

Signature of member or an authorized representative of a member

Typed or printed name of signee

JEAN O. BELL, Member

Signature of member or an authorized representative of a member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

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 designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

James E. Willis, Esq. - Registered Agent
975 6th Avenue South, Suite 200
Naples, FL 34102

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