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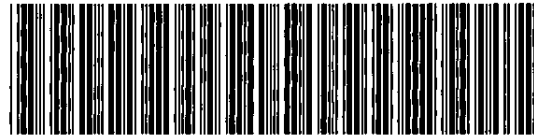
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B. KOHR

JUL 15 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 6481621 82724A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : July 15, 2008

ORDER TIME : 11:50 AM

ORDER NO. : 648162-005

CUSTOMER NO: 82724A

FILED  
08 JUL 15 PM 2:46  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: GP PROPERTIES OF NAPLES 2,  
LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
GF PROPERTIES OF NAPLES 2, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

FILED  
08 JUL 15 PM 2:46  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this limited liability company is GF Properties of Naples 2, LLC, a Florida limited liability company, referred to in these Articles of Organization as the "Company".

**ARTICLE II  
PRINCIPAL OFFICE AND ADDRESS**

The principal office and mailing address of the Company is 3720 Parkview Way, Naples, Florida 34103.

**ARTICLE III  
REGISTERED AGENT**

The Company's registered agent is J. Thomas Conroy, III, whose office is located at 2210 Vanderbilt Beach Road, Suite 1201, Naples, Florida 34109.

**ARTICLE IV  
DURATION, PURPOSE AND POWERS**

The Company shall have perpetual duration. This Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

**ARTICLE V  
ORGANIZER**

The organizer of the Company is Guy Fracasso, who is a natural person at least eighteen (18) years old.

**ARTICLE VI  
MANAGEMENT**

The Company is to be managed by the members as further provided in the Company's Operating Agreement. No member other than the Managing Member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company, who, individually, shall have that authority. The name and address of the Managing Member ("MGRM") is the following:

Guy Fracasso  
3720 Parkview Way  
Naples, Florida 34103

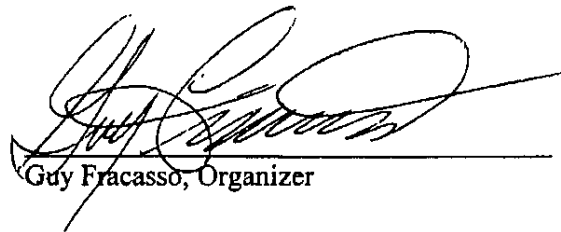
**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

The Company may admit new members as provided in the Company's Operating Agreement.

**ARTICLE VIII  
RELATIONSHIP OF ARTICLES OF ORGANIZATION TO  
OPERATING AGREEMENT**

If a provision of these Articles of Organization differs from a provision of the Company's Operating Agreement, then, to the extent allowed by law, the Operating Agreement will govern.

Executed this 15 day of July, 2008.



Guy Fracasso, Organizer

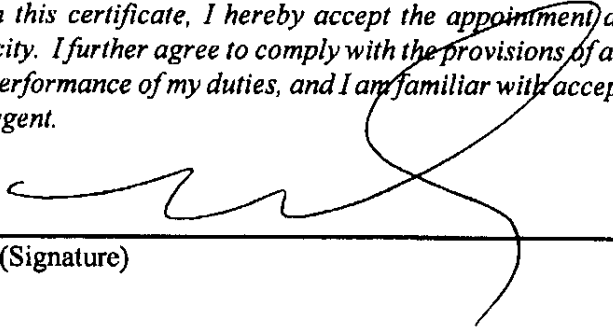
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

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

1. The name of the limited liability company is: GF Properties of Naples 2, LLC
2. The name and address of the registered agent and office is:

J. Thomas Conroy, III  
Conroy, Conroy & Durant, P.A.  
2210 Vanderbilt Beach Road, Suite 1201  
Naples, Florida 34109

*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 accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
(Signature)

July 15, 2008