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(Requestor's Name)

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Certified Copies _____ Certificates of Status _____

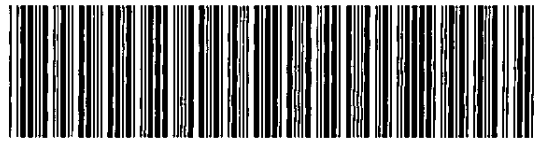
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TALLAHASSEE, FLORIDA

The Buchman Law Firm

J. Miles Buchman

1317 W. Fletcher Avenue, Suite A
Tampa, Florida 33612-3323
Tel. (813) 269-0300
Fax (813) 269-0009

October 13, 2008

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization for C.D. Donley Real Estate Group, LLC

Dear Sir or Madam:

Enclosed are the following documents in connection with the referenced corporation:

1. the original Articles of Organization ("Articles") for filing with your office;
2. a check made payable to the Secretary of State in the amount of \$125.00 for the following items:

Filing Fee	\$ 100.00
Resident Agent Fee	<u>25.00</u>
Total	\$ 125.00

Thank you for your assistance regarding this matter.

Sincerely yours,

J. Miles Buchman

JMB/jmm

Enclosures

cc: Mrs. Patricia D. Gates (w/o encls.)

Michele M. Vickers, Vice President (w/o encls.)

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ARTICLES OF ORGANIZATION OF C.D. DONLEY REAL ESTATE GROUP, LLC

The undersigned subscriber to these Articles of Organization ("Articles"), being a natural person and competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. - NAME. C.D. Donley Real Estate Group, LLC is the name of this Organization (hereinafter referred to as the "Company").

ARTICLE II. - PRINCIPAL OFFICE. The principal office of the Company is 1605 Main Street, Suite 800, Sarasota, Florida 34236.

ARTICLE III. - DURATION. The Company's existence commenced upon the filing of these Articles with the Florida Department of State, and the Company will exist perpetually unless terminated in accordance with law.

ARTICLE IV. - PURPOSE. The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. - CAPITAL. Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

ARTICLE VI. - INITIAL REGISTERED OFFICE, AGENT AND ACCEPTANCE. The street address of the initial registered office of this company is 1605 Main Street, Suite 800, Sarasota, Florida 34236, and Michele M. Vickers is the name of the initial registered agent of this Company at that address. The undersigned Registered Agent, by executing these Articles, states that such Registered Agent is familiar with and accepts the duties and responsibilities of Registered Agent for C.D. Donley Real Estate Group, LLC.

ARTICLE VII. - MANAGEMENT. The Company shall be a manager-managed company. The managers of C.D. Donley Real Estate Group, LLC shall operate as a board of managers that shall be referred to as the Board of Directors. A member of the Board of Directors will retain such position until removed and replaced by the Members of the Company as provided in the Operating Agreement of the Company. The Board of Directors will have the obligations and responsibilities described in the Operating Agreement of the Company. The initial members of the Board of Directors shall be: Patricia Donley Gates.

ARTICLE VIII. - AUTHORIZED REPRESENTATIVE. The name and address of the person signing these Articles is: Michele M. Vickers, 1605 Main Street, Suite 800, Sarasota, Florida 34236, who is the authorized representative pursuant to Florida Statutes Section 608.407 (3).

The undersigned Authorized Representative has executed these Articles in the State of Florida, this 6th day of October, 2008.



Michele M. Vickers

Authorized Representative/Registered Agent

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