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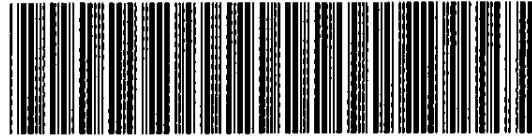
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

DEC 10 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 819644 82724A

AUTHORIZATION

COST LIMIT : \$ 125.00

FILED
08 DEC -9 AM 8:45
TALLAHASSEE, FLORIDA

ORDER DATE : December 9, 2008

ORDER TIME : 3:23 PM

ORDER NO. : 819644-005

CUSTOMER NO: 82724A

DOMESTIC FILING

NAME: WHALEN HOLDINGS OF SOUTHWEST
FLORIDA, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Doreen Wallace - EXT. 2928

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
WHALEN HOLDINGS OF SOUTHWEST FLORIDA, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

FILED
08 DEC -9 AM 8:45
CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this limited liability company is WHALEN HOLDINGS OF SOUTHWEST FLORIDA, LLC, referred to in these Articles of Organization as the "Company".

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The principal office and mailing address of the Company is 69 Oriole Way, Westbury, NY 11590. 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 III
DURATION**

The Company shall have perpetual duration.

**ARTICLE IV
ORGANIZER**

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

**ARTICLE V
PURPOSE AND POWERS**

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 VI
MANAGEMENT**

The Company is to be managed by the managers as further provided in the Company's Operating Agreement. No member other than the managers are an agent of the Company or have 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 managers are the following:

William Whalen
69 Oriole Way
Westbury, NY 11590

Mary Whalen
69 Oriole Way
Westbury, NY 11590

**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 9th day of December, 2008.

By: William Whalen
Name: William Whalen
Title: Manager

By: Mary Whalen
Name: Mary Whalen
Title: Manager

**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: WHALEN HOLDINGS OF SOUTHWEST FLORIDA, 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)

12-9-08, 2008