

Division of Corporations

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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : GREEN SCHOENFELD & KYLE LLP
Account Number : I20000000177
Phone : (239) 936-7200
Fax Number : (239) 936-7997

PLEASE DATE
TO JUNE 24,
2009

FLORIDA/FOREIGN LIMITED LIABILITY CO.

SW Florida Land Bank, LLC

Certificate of Status	1
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June 25, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GREEN SCHOENFELD & KYLE

SUBJECT: SW FLORIDA LAND BANK, LLC
REF: W09000029530

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Regulatory Specialist IIFAX Aud. #: H09000150350
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SECRETARY OF STATE
TALLAHASSEE FLORIDAArticles of OrganizationofSW Florida Land Exchange, LLCA Florida Limited Liability Company

1. Name. The name of this limited liability company is SW Florida Land Exchange, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 608, Florida Statutes.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. Place of Business. The mailing address and street address of the Company's principal office is 6360 Presidential Court, Unit 4, Fort Myers, Florida 33919.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Kevin A. Kyle. The street address of the initial registered agent of the Company is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.

6. Management of the Company. The Company shall be managed by a manager or managers and is, therefore, a manager-managed company. Clarence E. Solloway shall serve as the initial Manager of the Company.

7. Additional Members. Except as otherwise provided in an Operating Agreement adopted for the Company, additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.


8. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.

9. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

10. Certificated Interests. The members' interests in the Company may be evidenced by certificates.

11. Transfer of Interest. Except as otherwise provided in an Operating Agreement adopted for the Company, no member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.


The undersigned executed these Articles of Organization effective as of June 24, 2009. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Kevin A. Kyle, Authorized
Representative

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for SW Florida Land Exchange, LLC, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Kevin A. Kyle, Registered Agent

Dated: June 24, 2009

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