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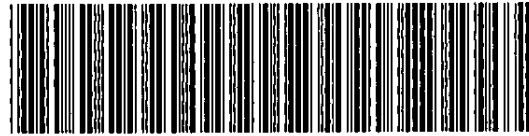
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09 AUG 10 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2009 AUG 10 PM 4:23  
NOT PRESENTED  
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B. KOHR

AUG 11 2009

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE :

AUTHORIZATION :

COST LIMIT : \$ ~~125.00~~ 155.00



*Handwritten signature*  
FILED  
AUG 10 AM 9:15  
STATE OF FLORIDA

ORDER DATE : August 10, 2009

ORDER TIME : 3:38 PM

ORDER NO. : 092142-005

CUSTOMER NO: 82724A

DOMESTIC FILING

NAME: 1323 CHESAPEAKE AVENUE, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

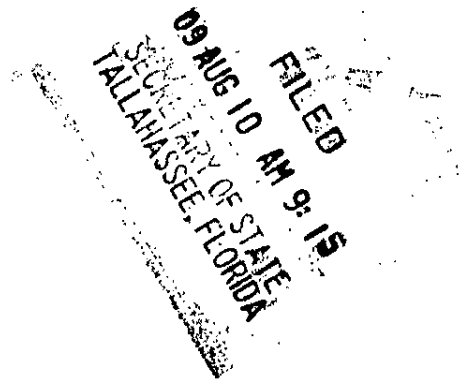
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
~~XX~~ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 2930

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

**ARTICLES OF ORGANIZATION  
OF  
1323 CHESAPEAKE AVENUE, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**



**ARTICLE I  
NAME**

The name of this limited liability company is 1323 Chesapeake Avenue, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II  
REGISTERED OFFICE AND AGENT**

The principal office address is 1323 Chesapeake Avenue, Unit 1-C, Naples, Florida 34102 and the mailing address of the Company is P.O. Box 2672, Carefree, Arizona 85377. The Company's registered agent is Joshua D. Rudnick, 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 Serge A. Venezia, 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 to operate a business which acquire, own and sell real property and conduct any lawful 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 regulations. No member other than the managers are an agent of the Company or has the authority to make any contracts, each of whom, may 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 initial managers are:

Serge A. Venezia  
1719 E. Staghorn Lane  
Carefree, AZ 85377

Robert E. Tomitz  
8149 E. Highpoint Drive  
Scottdale, AZ 85266

**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

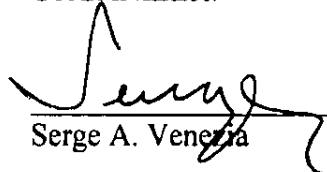
The Company may admit new members as provided in the Company's regulations.

**ARTICLE VIII  
RELATIONSHIP OF ARTICLES OF ORGANIZATION TO  
REGULATIONS**

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

Executed this 10<sup>th</sup> day of August, 2009.

ORGANIZER:

  
Serge A. Venezia

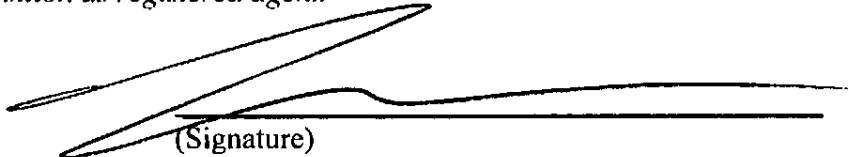
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

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: 1323 Chesapeake Avenue, LLC
2. The name and address of the registered agent and office is:

Joshua D. Rudnick  
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)

August 10<sup>th</sup>, 2009

1323 CHESAPEAKE AVENUE, LLC  
Acceptance by Registered Agent