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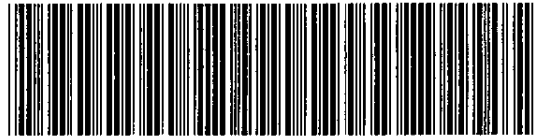
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06/23/09--01063--019 **250.00

EFFECTIVE DATE

6/19/09

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 JUN 23 PM 1:54

N. G. G. AUG 19 2009

R Park Newton III

301 West Platt St – Suite 321
Tampa, FL 33606
(813) 760-2206

June 16, 2009

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **Excal Center, LLC**
Excal Center II, LLC

Dear Sir or Madam:

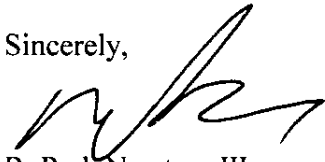
Enclosed please find the originals and one copy of each of the Articles of Organization for the above-captioned limited liability companies and our check in the amount of \$250.00 to cover the cost of the following:

Filing Fee	\$200.00
Registered Agent Fee	<u>50.00</u>
	\$250.00

Please file the Articles of Organization, date stamp the enclosed copies and return them to our office. Also, please note that the effective date for the above-referenced Florida limited liability companies are June 10, 2009.

Thank you for your assistance.

Sincerely,



R. Park Newton, III

RPN:ks
Enclosures
Check: \$250.00



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 24, 2009

R PARK NEWTON III
301 WEST PLATT STREET
SUITE 321
TAMPA, FL 33606

SUBJECT: EXCAL CENTER, LLC
Ref. Number: W09000029414

We have received your document for EXCAL CENTER, LLC and your check(s) totaling \$250.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

This document was received in our office on 6/23/09.

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 II

Letter Number: 609A00021546

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

FILED

09 JUN 23 PM 1:54

The undersigned authorized representative, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits and files with the Florida Department of State, these Articles of Organization.

ARTICLE I – Name

The name of the limited liability company created hereby (“the Company”) is: EXCAL CENTER, LLC.

ARTICLE II – Purpose

The Company’s purpose shall be to engage in any lawful business activity. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act, and the power to:

- (a) Sue and be sued, and defend, in its name.
- (b) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.
- (c) Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of, all or any part of its property.
- (d) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant security interest in, or otherwise dispose of and deal in and with shares or other interests in or obligations of any other entity.
- (e) Make contracts or guarantees, or incur liabilities; borrow money, issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting limited liability company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the contracting limited liability company; or a corporation the majority of the stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership

interests of the contracting limited liability company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion or attainment of the business of the contracting limited liability company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company.

- (f) Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.
- (g) Conducts its business, locate offices, and exercise the powers granted by Florida Statutes Chapter 608 within or without the State of Florida.
- (h) Select managers and appoint officers, directors, employees and agents of the Company, define their duties, fix their compensation, and lend them money and credit.
- (i) Make donations for the public welfare or for charitable, scientific, or educational purposes.
- (j) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, retirement plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents, and employees.
- (k) Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.
- (l) Make payments or donations to do any other act not inconsistent with law that furthers the business of the Company.

ARTICLE III - Addresses

The mailing address of the principal office of the Company shall be: 301 West Platt Street, Suite 321, Tampa, FL 33606.

The street address of the principal office of the Company shall be: 2107 West Platt Street, Tampa, FL 33606.

ARTICLE IV - Duration

The existence of the Company shall commence on June 19, 2009 and shall thereafter be perpetual, unless dissolution or conversion occurs according to law.

ARTICLE V – Management

The company shall be managed by one or more managers.

ARTICLE VI – Membership Units

The total number of membership units authorized to be issued by the Company shall be 10,000 units par value \$.01. Each of the said units shall entitle the holder thereof to one (1) vote at any meeting of the members. All or any part of said units may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Managers of the Company at a meeting called for such purposes. All membership units then issued shall be paid for and shall be nonassessable. The Company elects to have preemptive rights.

ARTICLE VII – Ownership

The initial members of the Company and their ownership interests therein shall be as set forth in the Operating Agreement of the Company.

ARTICLE VIII – Admission of Additional Members

Additional members may be admitted to the Company in accordance with the terms and provisions of the Operating Agreement of the Company.

ARTICLE IX – Registered Office and Agent

The address of the initial registered office of the Company in the State of Florida is 301 West Platt Street, Suite 321, Tampa, FL 33606; and the name of the registered agent at such address is R. Park Newton, III.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization, and hereby acknowledges that the facts stated herein are true.



R. Park Newton, III

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: EXCAL CENTER, LLC
2. The name and the Florida street address of the registered agent are:

R. Park Newton, III
301 West Platt Street
Suite 321
Tampa, FL 33606

Having been named as registered agent and to accept service of process for the above-named 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 and accept the obligations of my position as registered agent, as provided for in Chapter 608, Florida Statutes.



R. Park Newton, III

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09 JUN 23 PM 1:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA