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2009 DEC -3 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**C. LEWIS**  
DEC 4 2009  
**EXAMINER**

***Sullivan & Garner, LLP*** ATTORNEYS at LAW

*A Limited Liability Partnership  
including Prof. Assoc.*

M & I Building, Pelican Bay  
800 Laurel Oak Drive, Suite 303  
Naples, Florida 34108  
Tel: (239) 262-6118  
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**John L. Sullivan, Jr., Esq.**  
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& Estates Attorney  
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Master of Laws in Taxation  
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December 1, 2009

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314-6327

Re: Noonan Properties II, L.L.C.

Dear Sir or Madame:

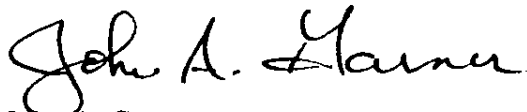
Enclosed you will find an original and one photocopy of the Articles of Organization and Designation of Registered Agent for Noonan Properties II, L.L.C., a Florida Limited Liability Company.

As provided by law, please file the original Articles of Organization, stamp the other as received, and return to the undersigned the stamped document as well as a Certificate of Status.

Also enclosed is a check in the amount of \$130.00 representing the filing fee for these documents and for one Certificate of Status.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



John A. Garner

JAG/  
Enclosures

FILED

**ARTICLES OF ORGANIZATION OF  
NOONAN PROPERTIES II, L.L.C.**

2009 DEC -3 AM 13:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned certifies that at least one person has associated for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. It is further declared that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **NOONAN PROPERTIES II, L.L.C.**, the mailing address of the company is 1531 Villa Avenue, Sioux City, Iowa 51103, and its principal office shall be located 1531 Villa Avenue, Sioux City, Iowa 51103, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II  
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III DURATION**

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

### **ARTICLE IV MANAGEMENT**

This limited liability company shall be managed by one manager. The name and address of the person who shall serve as manager until the first meeting of the members is as follows:

Jim Fitch (MGR) 1531 Villa Avenue Sioux City, Iowa 51103
--

**ARTICLE V**  
**MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold, encumbered, or otherwise transferred except with unanimous written consent of all members.

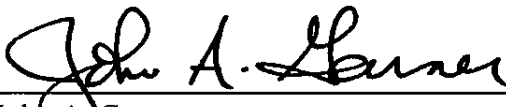
On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is Suite 303, 800 Laurel Oak Drive, Naples, FL 34108-2713, and the name of the company's initial registered agent at that address is John A. Garner.

The undersigned, being an authorized representative of one of the members of the limited liability company, certifies that this instrument constitutes the Articles of Organization of NOONAN PROPERTIES II, L.L.C.

Executed by the undersigned at Naples, Florida, on December, 1, 2009.

  
\_\_\_\_\_  
John A. Garner

**FILED**  
2009 DEC -3 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DESIGNATION AND ACCEPTANCE OF  
REGISTERED AGENT OF  
LIMITED LIABILITY COMPANY

2009 DEC -3 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF COLLIER


Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **NOONAN PROPERTIES II, L.L.C.**

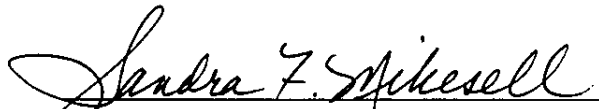
The name of the registered agent for NOONAN PROPERTIES II, L.L.C. is John A. Garner and the street address of the principal office where the agent is located is Suite 303, 800 Laurel Oak Drive, Naples, Florida 34108-2713.

This statement is to acknowledge that, as indicated above, NOONAN PROPERTIES II, L.L.C., appointed me, John A. Garner as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: December 1, 2009.

  
John A. Garner

The foregoing instrument was acknowledged before me by John A. Garner, this 1<sup>st</sup> day of December, 2009 on behalf of NOONAN PROPERTIES II, L.L.C., a limited liability company. John A. Garner ☒ is personally known to me or, if not personally known, ☐ has produced \_\_\_\_\_ as identification.

  
Notary Public Signature

Sandra F. Mikesell  
Notary Public Printed Name

Notary Public Stamp

