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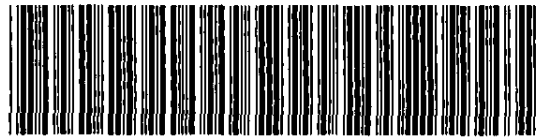
(Business Entity Name)

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DEPARTMENT OF STATE  
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B. KOHR  
DEC - 4 2009  
EXAMINER

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC -4 PM 1:16

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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MCR Properties  
Midwest, LLC

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

Signature \_\_\_\_\_

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**ARTICLES OF ORGANIZATION**  
**OF**  
**MCR PROPERTIES MIDWEST, LLC**  
**a Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, of the Florida Statutes entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I**

(Name)

The name of this limited liability company shall be:

**MCR PROPERTIES MIDWEST, LLC**

**ARTICLE II**

(Duration/Continuation)

The Company shall commence its existence on the date these Articles of Organization are accepted and filed by the Florida Department of State and shall be perpetual unless its existence is sooner terminated pursuant to provisions contained in the Termination Article of the Operating Agreement.

**ARTICLE III**

(Purposes and Powers)

The general purpose for which the Company is organized is to:

Purchase, acquire, hold for investment, improve, develop, lease, manage, sell and otherwise deal in and with real property of every description and the improvements thereon or to be constructed thereon.

Engage in any other lawful business for which a limited liability company may be organized under the laws of the State of Florida.

The Company shall have all the powers granted to a limited liability company under the laws

of the State of Florida.

**ARTICLE IV**

(Principal Office and Address)

The principal office, mailing address and street address of this Company shall be **330 Hunt Club Drive, St. Charles, IL 60174** or any other place upon which the Members agree.

**ARTICLE V**

(Registered Office and Agent)

The name and street address of the initial Registered Agent of this company in the State of Florida is **FRANK J. ALOIA, SR., 1716 Cape Coral Parkway East, Cape Coral, FL 33904**.

**ARTICLE VI**

(Capital Contributions)

The members of the Company shall contribute to the capital of the Company the cash or property to be set forth in the Company's Operating Agreement.

**ARTICLE VII**

(Additional Capital Contributions)

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

**ARTICLE VIII**

(Management of Company)

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial member

of the company is:

Name  
THOMAS G. COINE

Address  
330 Hunt Club Drive  
St. Charles, IL 60174

**ARTICLES IX**

(Admission of New Members)

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members.

**ARTICLE X**

(Amendments)

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

**ARTICLE XI**

(Regulations)

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the Company by any amendments to the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

**ARTICLE XII**

(Informal Action of Members)

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

**ARTICLE XIII**

(Transferability of Member's Interest)

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. 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 that Member otherwise would be entitled.

**ARTICLE XIV**

(Withdrawal or Reduction of Member's Contributions to Capital)

A Member shall not receive out of the Company property any part of his or her contribution to capital until:

1. all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them;
2. the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded;
3. these articles of organization are canceled or so amended as to set out the withdrawal reduction.

A Member shall be entitled to the return of his or her contribution in the manner provided

for in the regulations of the company.

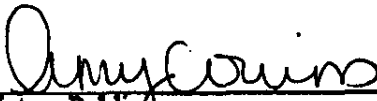
**IN WITNESS WHEREOF**, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 15<sup>th</sup> day of December, 2009.

  
THOMAS G. COINE, Member

STATE OF Illinois  
COUNTY OF Kane

Before me the undersigned authority personally appeared **THOMAS G. COINE**, to me well known to be a Member of the above limited liability company and who subscribed the foregoing Articles of Organization and he freely and voluntarily acknowledged before me that he executed the same for the uses and purposes set forth therein.

**IN WITNESS WHEREOF**, I have set my hand and affixed my official seal this 15<sup>th</sup> day of December, 2009.

  
Notary Public



ACCEPTANCE BY REGISTERED AGENT

I, **FRANK J. ALOIA, SR.**, having been named as Registered Agent to accept service of process for the above stated limited liability company, at the place designated in the Articles of Organization, 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.

Dated this 2<sup>nd</sup> day of December, 2009.

  
FRANK J. ALOIA, SR., Registered Agent