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FRANK WOTITZKY (Of Counsel) LEO WOTITZKY (1912-2005)

April 12, 2010

via Federal Express

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Ca

Cary & Duke Properties, LLC

Gentlemen:

Enclosed please find original and copy of Articles of Organization and Certificate Designating Registered Agent. Please file the originals and have the copies certified. We are enclosing our check in the amount of \$155.00 to cover the filing fee.

Your assistance with this is very much appreciated.

Very truly yours,

WOTITZKY, WOTITZKY, ROSS & McKINLEY

Edward L. Wotltzky

ELW/sjb Enclosures

G \Sandy\Corporation\Cary & Duke Properties, LLC\Letter Dept of St - filing wpd

Articles of Organization of Cary & Duke Properties, LLC

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SECRETARY OF STATE FALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be CARY & DUKE PROPERTIES, LLC ("Company").

ARTICLE II -- ADDRESS

The street address of the initial principal office and mailing address of the Company is 18451 N. Olga Road, Fort Myers, Florida 33920.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida are EDWARD L. WOTITZKY, Esq., 223 Taylor Street, Punta Gorda, Florida 33950.

ARTICLE V - ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent, as may be provided for in the Operating Agreement.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by Managers, in accordance with the Operating Agreement for the Company adopted by the members for the management of its affairs. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles. The names of the initial Managers are: GLENN O. CARY, RAYMOND E. HARNEY and ALBERT NATHAN MILLER.

IN WITNESS WHERE Articles of Organization at						
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Acceptance of Registered Agent

The undersigned, being the person named in the Articles of Organization of CARY & DUKE PROPERTIES, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated this 12 day of April , 2010

Edward L. Wotitzky

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