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Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
Belleair Beach D-1 LLC

Certificate of Status	0
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EXAMINER

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ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY
OF
BELLEAIR BEACH D-1 LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this Limited Liability Company is BELLEAIR BEACH D-1 LLC (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company are:

9045 Strada Stell Court #500
Naples, FL 34109

ARTICLE III

Purpose

The purpose for which this limited liability company is organized is for any and all lawful business as a limited liability company.

ARTICLE IV

Duration

The period of duration for the Company is perpetual.

ARTICLE V

Registered Office and Agent

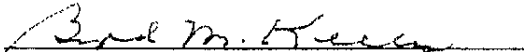
The name and the Florida street address of the registered agent are:

Byrd M. Kelly
9045 Strada Stell Court #500
Naples, FL 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

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am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Byrd M. Kelly

ARTICLE VI
Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial manager of the Company are:

Byrd M. Kelly
9045 Strada Stell Court #500
Naples, FL 34109

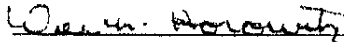
ARTICLE VII
Limitation on Agency Authority of Members

Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

ARTICLE VIII
Written Operating Agreement

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

Dated this 24th day of June, 2010.

By: 
William N. Horowitz, Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)