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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. GALT
EXAMINER
FEB 1 2011

**ARTICLES OF ORGANIZATION
of
CAROL STEWART, LLC**

FILED
11 JAN 31 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Florida Limited Liability Company, hereby make, acknowledge, and file the following Articles of Organization:

ARTICLE I -- NAME

The name of the limited liability company shall be Carol Stewart, LLC ("Company").

ARTICLE II -- ADDRESS

The principal office address of the Company: 350 Gasparilla Street, Boca Grande, FL 33921.

The mailing address of the Company: P.O. Box 1604, Boca Grande, FL 33921.

ARTICLE III -- REGISTERED OFFICE AND AGENT

The resident agent is Michael R. McKinley, Esquire, and the street address of the Registered Office is: 223 Taylor Street, Punta Gorda, FL 33950.

Consent to Appointment as Registered Agent

I, Michael R. McKinley, Esquire, accept appointment as registered agent, and further state that I am familiar with the duties of a registered agent.



Printed Name: Michael R. McKinley, Esquire
Registered Agent for Carol Stewart, LLC.

ARTICLE IV - MANAGER(s) or MANAGING MEMBERS

Title:

Name and Address:

Managing Member

Carol Stewart
P.O. Box 1604
Boca Grande, FL 33921

ARTICLE V - EFFECTIVE DATE AND DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Secretary 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 VI - PURPOSE

The purpose for which the Company is organized is to operate a business for any lawful purpose.

ARTICLE VII – ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the written consent of members of the Company holding in excess of 50% of the issued and outstanding Membership Units of 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 members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The Members of the Company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this Company. Continuation shall occur pursuant to the terms of the Operating Agreement of this Company and with the vote of members holding a majority of the then issued and outstanding Membership Units.

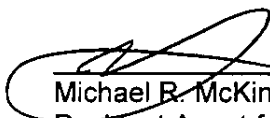
ARTICLE IX - MANAGEMENT

The business of the Company shall be conducted and managed by the members who shall have exclusive authority to act for the Company in accordance with the terms and conditions set forth in the Operating Agreement.

ARTICLE X - NAME AND ADDRESS OF ORGANIZER

The name and street address of the organizer of this Company is as follows:

Michael R. McKinley, Esquire
Wotitzky, Wotitzky, Ross & McKinley
223 Taylor Street
Punta Gorda, FL 33950


Michael R. McKinley, Esquire
Resident Agent for Carol Stewart, LLC

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