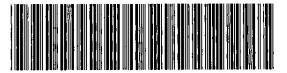
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(Requestor's Name)	
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PICK-UP WAIT	MAIL
(Business Entity Name)	
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EXAMINER



700207367507



ACCOUNT NO. : I2000000195 REFERENCE: 782314 104153A AUTHORIZATION : COST LIMIT : ORDER DATE: May 18, 2011 ORDER TIME : 1:42 PM ORDER NO. : 782314-005 CUSTOMER NO: 104153A DOMESTIC FILING NAME: UPP BONITA SPRINGS, LLC EFFECTIVE DATE: ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP XXX ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: _ CERTIFIED COPY XXX____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

CONTACT PERSON: Matthew Young - EXT. 2962

COVER LETTER

TO:	Registration S Division of Co			and "
SUBJE	CCT: Upp Bor	ita Springs, LLC		
		Name of Lim	ited Liability Company	
The end	closed Articles of	Organization and fee(s) are	e submitted for filing.	
Please i	return all corresp	ondence concerning this ma	atter to the following:	
	Thomas W. H	ayes		
			Name of Person	
_	Fuchs & Rose	lli, Ltd.		
			Firm/Company	
	440 West Ran	dolph Street, Suite 500		
			Address	
<u>.</u>	Chicago, IL 6	0606		
			ity/State and Zip Code	
	kbrennan@frli		for future annual report notification)	
For furt	her information o	oncerning this matter, pleas		
Thoma	as W. Hayes		at (312) 651-2400	
	Name o	f Person	at (312) 651-2400 Area Code & Daytime Telephon	e Number
Enclose	ed is a check for	the following amount:		
\$125.00	Filing Fee	\$130.00 Filing Fee & Certificate of Status	Certified Copy Co (additional copy is enclosed) Co	60.00 Filing Fee, ertificate of Status & ertified Copy ditional copy is enclosed)
		Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street/Courier Address Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301	

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Upp Bonita Springs, LLC

(Must end with the words "Limited Liability Company, "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

440 West Randolph Street, Suite 500

Chicago, IL 60606

440 West Randolph Street, Suite 500 Chicago, IL 60606

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

Corporation Service Company

Name

1201 Hays Street

Florida street address (P.O. Box NOT acceptable)

Tallahassee

FL 32301

City, State, and Zip

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

Corporation Service Company

Matthew Young

Asst. V. Pres.

Registered Agent's Signature (REQUINED

(CONTINUED)

Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

MGR	Scott Upp 440 West Randolph Street, Suite 500 Chicago, IL 60606
MGR	Debra Upp 440 West Randolph Street, Suite 500 Chicago, IL 60606
Use attachment if necessary	y)
EV: Effective date, if othe ective date is listed, the date days after the date of filing	r than the date of filing: (OPTION te must be specific and cannot be more than five business d

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Signature of a member or an authorized representative of member

Thomas W. Hayes, authorized representative

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)