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**FLORIDA LIMITED LIABILITY CO.  
BAY ESPLANADE PROJECT, LLC**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
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| Estimated Charge      | \$125.00 |

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
BAY ESPLANADE PROJECT, LLC**

The undersigned hereby certifies that he has formed a limited liability company under the State of Florida.

**ARTICLE I**

**Name**

The name of the limited liability company shall be BAY ESPLANADE PROJECT, LLC.

**ARTICLE II**

**Address and Place of Business**

The mailing address and principal place of business for the limited liability company is:

3060 Alternate 19 North  
Palm Harbor, FL 34683

**ARTICLE III**

**Period of Duration**

The limited liability company shall begin existence on the day of filing, and shall continue into perpetuity, or until dissolved in a manner provided by law or by an operating agreement adopted by the Members of the limited liability company.

Emil C. Marquardt, Jr., Esq.  
Macfarlane Ferguson & McMullen  
625 Court Street, Suite 200  
Clearwater, FL 33756  
(727) 441-8966

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**ARTICLE IV****Purposes**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE V****Registered Office and Registered Agent**

The street address of the limited liability company's initial registered office is 625 Court Street, Suite 200, Clearwater, FL 33756 and the initial registered agent at such address is Emil C. Marquardt, Jr. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes. Emil C. Marquardt, Jr., is specifically authorized to sign and file such Affidavits as may be required under Section 608.407, Florida Statutes.

**ARTICLE VI****Management**

The management of the limited liability company shall be by its Members.

**ARTICLE VII****Operating Agreement**

The Members of the limited liability company shall adopt an operating agreement

Emil C. Marquardt, Jr., Esq.  
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pertaining to the regulation, management and affairs of the limited liability company, provided that such operating agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The operating agreement shall be repealed or altered only by the Members of the limited liability company, in the manner now or hereafter prescribed by the laws of the State of Florida.

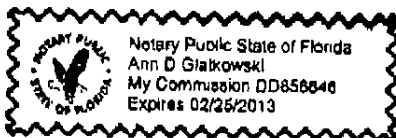
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15 day of September, 2011.

By: 

Emil C. Marquardt, Jr.  
Attorney and Authorized Representative  
for the Members

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing was sworn to and subscribed before me under oath this 15<sup>th</sup> day of September, 2011, by EMIL C. MARQUARDT, JR., who is personally known to me or produced as identification.

  
Notary Public

Print name: \_\_\_\_\_

My commission expires: \_\_\_\_\_

Emil C. Marquardt, Jr., Esq.  
Macfarlane Ferguson & McMullen  
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN  
THE STATE OF FLORIDA.

1. The name of the limited liability company is:  
**BAY ESPLANADE PROJECT, LLC**
2. The name and address of the registered agent and office is:

Emil C. Marquardt, Jr.  
625 Court Street  
Suite 200  
Clearwater, Florida 33756

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.

Dated this 15 day of September, 2011.

  
Emil C. Marquardt, Jr.

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