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SECRETARY OF STATE DIVISION OF CORPORATIONS 9119 SEP 18 AN 9:59

C. LEWIS 19 2012 EXAMINER



#### CORPORATION SERVICE COMPANY

| ACCOUNT NO. : 12000000195                                                             |  |  |
|---------------------------------------------------------------------------------------|--|--|
| REFERENCE: 349605 7103152                                                             |  |  |
| AUTHORIZATION: Spullelena.                                                            |  |  |
| COST LIMIT: \$ 125                                                                    |  |  |
| ORDER DATE : September 18, 2012                                                       |  |  |
| ORDER TIME : 10:48 AM                                                                 |  |  |
| ORDER NO. : 349605-005                                                                |  |  |
| CUSTOMER NO: 7103152                                                                  |  |  |
|                                                                                       |  |  |
| DOMESTIC FILING                                                                       |  |  |
| NAME: STBD, LLC                                                                       |  |  |
|                                                                                       |  |  |
| EFFECTIVE DATE:                                                                       |  |  |
| ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION |  |  |
| PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:                                       |  |  |
| CERTIFIED COPY  XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING                    |  |  |
| CONTACT PERSON: Harry B. Davis - EXT. 2926                                            |  |  |
| EXAMINER'S INITIALS:                                                                  |  |  |

SECRETARY OF STATE DIVISION OF CORPORATIONS 2012 SEP 18 AM 9: 59

#### ARTICLES OF ORGANIZATION OF STBD, LLC,

a Florida Limited Liability Company

The undersigned, being the duly authorized representative of the initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts and submits the following Articles of Organization for such limited liability company:

#### ARTICLE I NAME

The name of the limited liability company is STBD, LLC, a Florida limited liability company (the "Company").

## ARTICLE II PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be 2647 Professional Circle, Suite 1201, Naples, Florida 34119.

### ARTICLE III REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered agent of the Company is 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103-3556, and the name of the registered agent at such address is Coleman, Yovanovich & Koester, P.A.

#### ARTICLE IV ADMISSION OF MEMBERS

The members of the Company may admit new members to the Company as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

#### ARTICLE V EFFECTIVE DATE

The Company's effective date of existence shall begin on the date of filing of these Articles.

STBD, LLC
ARTICLES OF ORGANIZATION
PAGE 1 OF 3

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#### ARTICLE VI DURATION

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

# ARTICLE VII ADOPTION OF OPERATING AGREEMENT AND REGULATIONS

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

## ARTICLE VIII INITIAL MANAGER

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The number of managers of the Company shall be one (1). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. Until such time as a successor or substitute is elected, appointed or designated in accordance with the Operating Agreement and Regulations, the Manager of the Company shall be as follows:

MGR:

BRIAN K. STOCK 2647 PROFESSIONAL CIRCLE, SUITE 1201 NAPLES, FLORIDA 34119

IN WITNESS WHEREOF, the undersigned, being the duly authorized representative of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 18<sup>th</sup> day of September, 2012.

By:

Authorized Representative

SECRETARY OF STATE
DIVISION OF CORPORATIONS
2012 SEP 18 AM O. E.

#### ACCEPTANCE BY REGISTERED AGENT

I, Craig D. Grider, on behalf of Coleman, Yovanovich & Koester, P.A., having been day 55 designated to act as registered agent and to accept service of process for STBD, LLC, a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.

Coleman, Yovanovich & Koester, P.A.

STBD, LLC
ARTICLES OF ORGANIZATION
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