Division of Corporations

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Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.

Account Number : 072720000036 : (407)843-4600 Phone Fax Number : (786)901-8020

Attn: Tami D. Passley

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: RGierke@retaildevelopmentproperties.com

FLORIDA LIMITED LIABILITY CO.

RDP 21, LLC

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ARTICLES OF ORGANIZATION OF RDP 21, LLC

ARTICLE I - NAME

The name of this limited liability company is RDP 21, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is PBD East Morse Boulevard, #I, Winter Park, Florida 32789

ARTICLE III - INTIIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 140 East Morse Boulevard, #J, Winter Park, Florida 32789, and the name of the initial registered exent of the Company at that address is Robert T. Gierke.

ARTICLE IV - MANAGEMENT

The Company is a manager-managed limited liability company, and the initial manager of the Company is RDP Investment Holdings, LLC, 140 East Morse Boulevard, #I, Winter Park, Florida 32789.

Robert T. Gierke, Amhorized Representative

ACCEPTANCE OF REGISTERED AGENT

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. Thereby 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 605, Florida Statutes.

Robert T. Gierke