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ACCOUNT NO. : 072100000032

REFERENCE : 439414 4807864

AUTHORIZATION : *Patricia Pujot*

COST LIMIT : \$ 337.50

ORDER DATE : June 24, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 439414-005

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CUSTOMER NO: 4807864

CUSTOMER: Mr. Scott Slykas
FISHMAN & MERRICK, P.C.

Suite 3500
30 N. Lasalle Street
Chicago, IL 60602

DOMESTIC FILING

NAME: THE FRITZ GROUP, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: _____

FLORIDA
JUN 24 1997

97 JUN 24 10:30

4

84 JUN 24 1997

FILED
JUN 23 1997
PW 2:32

**ARTICLES OF ORGANIZATION FOR THE FRITZ GROUP, L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

Submitted in compliance with Section 608.407 of the Florida Statutes

TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the limited liability company is The Fritz Group, L.C.

ARTICLE II - Address

The mailing and street address of the Limited Liability Company is 2201 Second Street, Suite 600, Fort Myers, Florida 33901.

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be from the date of the filing of these Articles of Organization until December 31, 2035.

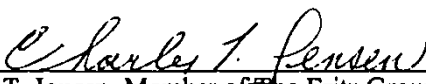
ARTICLE IV - Management

The Limited Liability Company is to be managed by its managers who are as follows:

Charles W. Fritz, 2201 Second Street, Suite 600, Fort Myers, Florida 33901

William E. Fritz, 2201 Second Street, Suite 600, Fort Myers, Florida 33901

The undersigned member has executed these Articles of Organization this 20 day of June, 1997.



Charles T. Jensen, Member of The Fritz Group, L.C.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: The Fritz Group, L.C.

2. The name and address of the registered agent and office is:

Charles T. Jensen

(Name)

2201 Second Street, Suite 600

(P.O. Box or Mail Drop Box **NOT** acceptable)

Fort Myers, Florida 33901

(City/State/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.

Charles T. Jensen

(Signature)
Charles T. Jensen

6/20/97

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

The Fritz Group, L.C. _____ deposits and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 12,500 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____ .
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ _____ .
- 5) the total amount of 2, 3, and 4 is \$ 12,500 .

Charles T. Jensen

Signature of a member or authorized representative of a member.
(In accordance with section 608/408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

Charles T. Jensen, Member of The Fritz Group, L.C.

FLORIDA
11/13/92