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Account Number : 071600002745  
Phone : (941)489-1776  
Fax Number : (941)489-2444

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FLORIDA  
SECRETARY OF STATE  
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LIMITED LIABILITY COMPANY

Spring Creek Center, L.C.

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**ARTICLES OF ORGANIZATION  
OF  
SPRING CREEK CENTER, L.C.**

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DIVISION OF CORPORATIONS  
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The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does set forth the following:

**ARTICLE I - NAME**

The name of the Limited Liability Company is Spring Creek Center, L.C. (the "Company").

**ARTICLE II - PERIOD OF DURATION**

Unless dissolved earlier in accordance with Florida law or the Regulations of the Company, the Company shall exist perpetually.

**ARTICLE III - PURPOSE**

The purpose for which the Company is organized is to engage in the ownership, development, operation, and rental of real estate. The Company shall also have all of the other powers vested in a limited liability company organized and existing under the laws of the State of Florida.

**ARTICLE IV - ADDRESS OF PLACE OF BUSINESS**

The mailing address and the street address of the principal office of the Company is 6566 Daniel Court, Fort Myers, Florida 33908.

**ARTICLE V - REGISTERED AGENT**

The name and street address of the initial registered agent in Florida for the Company is Steven I. Winer, Esquire, One University Park, Suite 600, 12800 University Drive, Fort Myers, Florida 33907. The acceptance of such appointment is attached to these Articles of Organization.

**ARTICLE VI - ADDITIONAL MEMBERS**

Members may admit additional members upon unanimous agreement of the then existing members.

**ARTICLE VII - CONTINUITY OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Steven I. Winer, Esq. Phone: (941) 489-1776  
12800 University Drive, Ste 600 FL Bar No.: 476366  
Fort Myers, FL 33907

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Company shall be dissolved unless there is obtained the consent of a majority of the remaining members of the Company, as more particularly provided by the Company's Regulations.

ARTICLE VIII - MANAGEMENT

The Company is to be managed by a Manager, or Managers as more particularly provided in the Company's Regulations. The name and address of such Manager who is to serve as Manager until the first annual meeting of members or until its successor is elected and qualified, pursuant to the Company's Regulations, is as follows:

Harbourside Construction, Inc., a Florida corporation  
6566 Daniel Court  
Fort Myers, Florida 33908

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the 30 day of November, 1998.

HARBOURSIDE CONSTRUCTION, INC., a  
Florida corporation, Managing Member

By *Frank R. Jenkins*  
Frank R. Jenkins, President

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 30 day of November, 1998, by FRANK R. JENKINS, President of HARBOURSIDE CONSTRUCTION, INC., a Florida corporation, as Managing Member of Spring Creek Center, L.C., a Florida limited liability company, who is personally known to me or has produced \_\_\_\_\_ as identification.



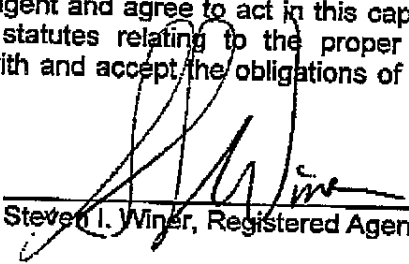
*Angela Enyart*  
Notary Signature  
ANGELA ENYART  
Printed Name  
APRIL 1, 2002  
My Commission Expires

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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.

  
\_\_\_\_\_  
Steven I. Winer, Registered Agent

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of Spring Creek Center, L.C., a Florida limited liability company, deposes and says as follows:

1. The above named limited liability company has at least one member.
2. The total amount of cash and description and agreed value of property other than cash contributed by the members and the amount anticipated to be contributed by the members is \$500,000.00.

HARBOURSIDE CONSTRUCTION, INC., a Florida corporation, Managing Member

By: *Frank R. Jenkins*  
Frank R. Jenkins, President

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 30 day of November, 1998, by FRANK R. JENKINS, President of HARBOURSIDE CONSTRUCTION, INC., a Florida corporation, as Managing Member of Spring Creek Center L.C., a Florida limited liability company, who is personally known to me or has produced \_\_\_\_\_ as identification.

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DIVISION OF CORPORATIONS



*Angela Enyart*  
Notary Signature  
ANGELA ENYART  
Printed Name  
APRIL 1, 2002  
My Commission Expires