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LIMITED LIABILITY COMPANY

Spring Creek Center, L.C.

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12/1/98

ARTICLES OF ORGANIZATION

OF

SPRING CREEK CENTER, L.C.

DIANSPOR OF CORPORT

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:

<u> ARTICLE I - NAME</u>

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

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, Ir 6566 Daniel Court Fort Myers, Florida 33908	nc., a Florida corporation	
IN WITNESS WHEREOF, Organization on the <u> </u>	the undersigned has executed these Articles of	
	HARBOURSIDE CONSTRUCTION, INC., a Florida corporation, Managing Member	
	Frank R. Jenkins, President	
STATE OF FLORIDA COUNTY OF LEE		
The foregoing instrument was acknowledged before me this 30 day of		
ANGELA ENVART MY COMMISSION & CC 729920 EXPIRES: April 1, 2002 Blonded Thru Notury Public Underwriters	Notary Signature J. H. G. B.A. EINFILT Printed Name HOUL 1, 2003 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

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:

- 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.

the members is \$500,000.00.	and an amorphica to be continuated by
	HARBOURSIDE CONSTRUCTION, INC., a Florida corporation, Managing Member
	By: Jonkins, President
STATE OF FLORIDA COUNTY OF LEE	23 86 1980 1980 1980 1980 1980 1980 1980 1980
CONSTRUCTION, INC., a Florida corpo	vas acknowledged before me this 30 day of FRANK R. JENKINS, President of HARBOURSIDE ration, as Managing Member of Spring Creek Center, ho is personally known to me or has produced.
	as identification.
ANGELA ENYART MY COMMISSION & CC 729930 EXPIRES: April 1, 2002 Bended Thru Notary Funde Undersetters	Notary Signature HNGBA ENVIRON Printed Name
	My Commission Expires

#9268 - 11/25/98