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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Gateway Flex Associates LLC

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other LLC

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Ordered By: _____

Date: _____

ARTICLES OF ORGANIZATION
OF
GATEWAY FLEX ASSOCIATES, LLC

1. The undersigned organizers hereby form a Limited Liability Company under Chapter 608 of the laws of the State of Florida.

ARTICLE I. NAME

1. The name of the Limited Liability Company shall be:

GATEWAY FLEX ASSOCIATES, LLC

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

1. The address of the principal place of business of this company shall be 12730 Commonwealth Drive, Fort Myers, Florida 33913, and the mailing address of the company shall be the same.

ARTICLE III. TERM OF EXISTENCE

1. This limited liability company shall commence its existence on the date these Articles are filed, pursuant to Florida Statutes Section 608.409; and shall exist until December 31, 2018 or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

ARTICLE IV. NATURE OF BUSINESS

1. This limited liability company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

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ARTICLE V. CONTRIBUTIONS TO CAPITAL

1. This company shall commence its existence with ONE HUNDRED AND NO/100 DOLLARS (\$100.00) cash as its contributed capital. There are no additional contributions to be made by the members except as determined by unanimous consent of the members.

ARTICLE VI. NEW MEMBERS

1. No new members shall be admitted without the consent of all existing members.

ARTICLE VII. CONTINUATION OF COMPANY

1. Remaining members of this limited liability company shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any event that terminates the continual membership of a member in the limited liability company, upon the unanimous vote of all remaining members.

ARTICLE VIII. MANAGEMENT

1. The limited liability company shall be managed by the members pursuant to Florida Statutes Section 608.422. The names and addresses of those members are as follows:

Daniel Gerner
c/o McGarvey Development Company
12730 Commonwealth Drive
Fort Myers, Florida 33913

William G. Price, Jr.
c/o McGarvey Development Company
12730 Commonwealth Drive
Fort Myers, Florida 33913

John Berry
c/o McGarvey Development Company
12730 Commonwealth Drive
Fort Myers, Florida 33913

John McGarvey
c/o McGarvey Development Company
12730 Commonwealth Drive
Fort Myers, Florida 33913

Joanne McGarvey
c/o McGarvey Development Company
12730 Commonwealth Drive
Fort Myers, Florida 33913

ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

1. The name of the initial registered agent of the company is R. Scott Price, Esquire.

2. The street address of the initial registered office of the limited liability company shall be KELLY, PRICE, PASSIDOMO, SIKET & SOLIS, LLP 2640 Golden Gate Parkway, Suite 315, Naples, Florida 34105. The mailing address shall be KELLY, PRICE, PASSIDOMO, SIKET & SOLIS, LLP 2640 Golden Gate Parkway, Suite 315, Naples, Florida 34105.

ARTICLE X. ORGANIZERS

1. The name and street address of the Organizer to these Articles of Organization is:

R. Scott Price, Esquire
Kelly, Price, Passidomo, Siket & Solis, LLP
2640 Golden Gate Parkway
Suite 315
Naples, FL 34105

IN WITNESS WHEREOF, the undersigned, have hereunto set their hands, on this 29th day of December, 1998.

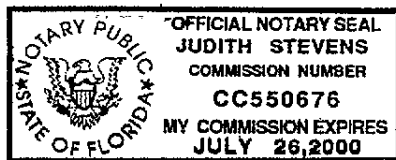


R. Scott Price, Esq.

STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared R. Scott Price, Esq., who was sworn and who is personally known to me as the person who executed these Articles of Incorporation, and he acknowledged before me that as his free act he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 29th day of December, 1998.



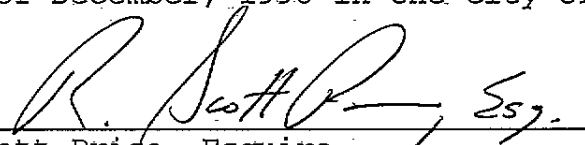


Notary Public
My Commission Expires: _____

ACCEPTANCE:

I agree, as Registered Agent, to accept service of process; to keep my office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with and accept the obligations of my position as registered agent.

WITNESS my hand this 29th of December, 1998 in the City of Naples, State of Florida.



R. Scott Price, Esquire
Registered Agent

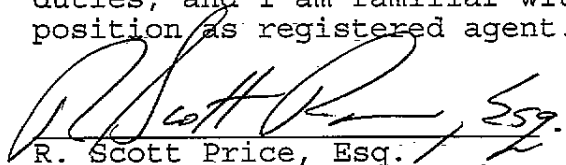
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

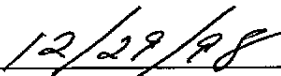
1. The name of the limited liability company is: GATEWAY FLEX ASSOCIATES, LLC,
2. The name and office of the registered agent and office is:

R. Scott Price, Esq.
Kelly, Price, Passidomo, Siket & Solis, LLP
2640 Golden Gate Parkway, Suite 315
Naples, FL 34105

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.


R. Scott Price, Esq.

Date



AFFIDAVIT PURSUANT TO 608.407(2), FLORIDA STATUTES

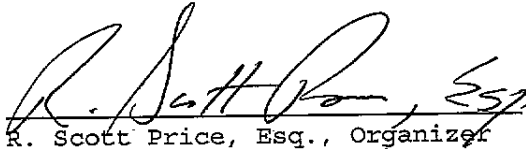
The undersigned constituting the two (2) members of GATEWAY FLEX ASSOCIATES, LLC, a Florida Limited Liability Company, certify:

The amount of capital contributions to date of the members is \$1,000.00 cash and zero dollars of property other than cash.

The total amount cash and other property anticipated to be contributed by the members totals less than \$100,000.00.

FURTHER AFFIANTS SAYETH NOT.

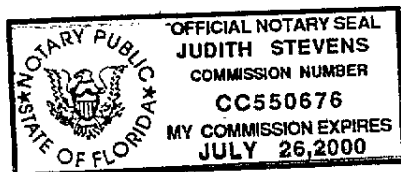
Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

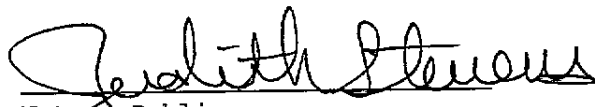

R. Scott Price, Esq., Organizer

STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared R. Scott Price, Esq., who were not sworn and who are personally known to me as the persons who executed this Affidavit, and he acknowledged before me that as his free act they executed this Affidavit.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 29th day of December, 1998.




Notary Public
My Commission Expires: