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TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: EDGEMONT, L.C.

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$ 250.00 Filing fee for Articles of Organization and Affidavit

\$ 35.00 Designation of Registered Agent

\$ 8.75 Certificate of Status

\$ 52.50 Certified copy

From: Stephen D. Coleman

Edgemont, L.C.

5811 Pelican Bay Blvd., Suite 208

Naples, Florida 34108

(941) 566-2719

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DIVISION OF CORPORATIONS

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ARTICLES OF ORGANIZATION FOR EDGEMONT, L.C.

Article I - Name

The name of the Limited Liability Company is Edgemont, L.C.

Article II - Address

The mailing address and street address of the principal office of the Limited Liability Company is 5811 Pelican Bay Blvd. Suite. 208, Naples, Florida 34108 and the principal business office in the State of Florida is 5811 Pelican Bay Blvd., Suite 208, Naples, Florida 34108.

Article III - Duration

The period of duration for the Limited Liability Company shall be twenty (20) years.

Article IV - Management

The Limited Liability Company is to be managed by the following member:

Majestic West, Inc., 5811 Pelican Bay Blvd., Suite 208, Naples, Florida 34108.,

Article V - Admission of Additional Members

The members shall have the right to admit additional members and the terms and conditions of the admission shall be by unanimous consent of all of the members.

Article VI - Members Right to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue the business on 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 Limited Liability Company.

Article VII - Registered Agent

The name and address of the registered agent of the Limited Liability Company is Linda A. Lawson 866 99th Avenue Noth, Naples, Florida 34108.

Respectfully submitted this day of March, 1999.

Stephen D. Coleman

CERTIFICATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the EDGEMONT, L.C. 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.

Date: 3 · 19 · 99

Linda A. Lawson 866 99th Avenue North

Naples, Florida 34108

(941) 591-3580 ph

(941) 591-3582 fax

STATE OF FLORIDA COUNTY OF COLLIER

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of EDGEMONT, L.C. deposes and says:

- 1. The above named limited liability company has at least one member;
- 2. The total amount of cash contributed by the members is \$50,000.00;
- 3. There is no property other than cash contributed by the members;
- 4. The amount of cash or property anticipated to be contributed by members is \$800,000.000.
- 5. The total amounts of 2, 3, and 4 is \$850,000.00.

Stephen D. Coleman

Sworn to and subscribed before me this 1999, by Stephen D. Coleman, who is personally known to me or who produced as identification.

DONNA VIRGA
OTABLE
My Comm Exp. 6/15/99
Bonded By Service ins
No. CC472836

Memorally Known 110ther Ltd.

Notary