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ELAINE LUCAS
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3363 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34103

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May 6, 1999

Division of Corporations
Attn: Registration Section
409 East Gaines Street
Tallahassee, Florida 32399

W/9-10979

100002867731--7
-05/07/99--01109--011
****285.00 ****285.00

Re: Milestone Properties, LLC

Dear Sir or Madam:

Enclosed please find the original Articles of Organization and Affidavit along with the Designation of Registered Agent for filing. This firm's check in the amount of \$285.00 represents the filing fees for same. Please return the letter of acknowledgment to the address above in the enclosed, overnight envelope.

If you have any questions, please do not hesitate to contact this office.

Sincerely,

Elaine Lucas

Elaine Lucas

EL/lje
Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -1 AM 8:58



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 17, 1999

ELAINE LUCAS
3363 TAMIAMI TRAIL NORTH
NAPLES, FL 34103

SUBJECT: T.M.E., LLC
Ref. Number: W99000010979

We have received your document for T.M.E., LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 199A00025713

ARTICLES OF ORGANIZATION

FOR

T.M.E., LLC

ARTICLE I

Name

The name of the Limited Liability Company is Trademark Enterprises, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is: 660 Ninth Street North, Suite 33C, Naples, Florida 34102.

ARTICLE III

Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

Management

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are: Joseph Jaffe, 660 Ninth Street North, Suite 33C, Naples, Florida 34102, and H. Rogers Drake, 660 Ninth Street North, Suite 33C, Naples, Florida 34102.

ARTICLE V

Admission of Additional Members

The right of the members to admit additional members and the terms and conditions of the admissions shall be subject to approval of all current members and new member must agree to accept prorata responsibility for all existing obligations at time of acceptance of membership.

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SECRETARY OF STATE
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ARTICLE VI

Members Rights to Continue Business

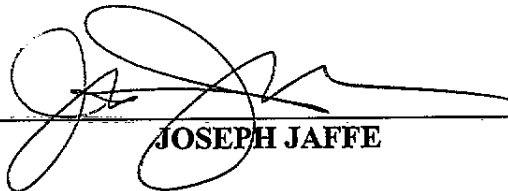
The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

ARTICLE VII

Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Trademark Enterprises, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00
- 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.); and \$ 6.00
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 1,000.00



JOSEPH JAFFE

(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.)

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

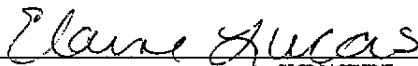
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Trademark Enterprises, LLC**

2. The name and the Florida street address of the registered agent are:

**Elaine Lucas
3363 Tamiami Trail North
Naples, Florida 34103**

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.



SIGNATURE