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July 19, 1999

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Via overnight mail

300002935933--5
-07/20/99-01032-004
****337.50 ****337.50

RE: 434 S. Washington Associates, L.L.C.

To Whom it May Concern:

We are enclosing our check in the amount of \$337.50, to cover the following fees for the filing of the Articles of Organization of the above-named limited liability company:

Registered Agent Fee	35.00
Filing Fee	250.00
Certified Copy of Articles	<u>52.50</u>
Total	\$337.50

We have also enclosed an original and a copy of the Articles of Organization. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very truly yours,

Kraig H. Koach

Kraig H. Koach

KHK/kk
Encls.

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
OF
434 S. WASHINGTON ASSOCIATES, L.L.C.,
A LIMITED LIABILITY COMPANY

The undersigned certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit, and that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **434 S. WASHINGTON ASSOCIATES, L.L.C.**, and its mailing address and street address of the principal office shall be located at 434 S. Washington Boulevard, Sarasota, Florida, 34236, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

DURATION

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

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ARTICLE III

MEMBERSHIP RIGHTS AND RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE IV

MANAGEMENT BY MEMBERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company, as further provided in the Company's operating agreement. The name and address of the managing member of the Company is:

NAME

ADDRESS

Paul A. Blucher

1800 Second Street, Suite 803, Sarasota, Florida 34236

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ARTICLE V

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members or authorized representative of members of 434 S. WASHINGTON ASSOCIATES, L.L.C., certify:

- (1) the above named limited liability company has at least two members;
- (2) the total amount of cash contributed by the member(s) is \$80,000.00;
- (3) if any, the agreed value of property other than cash
contributed by member(s) is: \$ N/A;
- (4) the total amount of cash and property contributed and
anticipated to be contributed by member(s) is \$80,000.00

Executed this 19th day of July, 1999.



PAUL A. BLUCHER

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DIVISION OF CORPORATE
REGISTRATION

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
OF
434 S. WASHINGTON ASSOCIATES, L.L.C.**

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: 434 S. WASHINGTON ASSOCIATES, L.L.C.
2. The name and the Florida street address of the registered agent are:

PAUL A. BLUCHER

1800 Second Street, Suite 803

Sarasota, Florida, 34236

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.



PAUL A. BLUCHER

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