

GANNON
L9900004541
July 14, 1999

Secretary of State
State of Florida
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Gannon-Kendall Oaks, L.L.C.
Articles of Organization for Florida
Limited Liability Company and Related
Affidavit of Membership and Contributions
Our Reference No. GMF01-31

Dear Sirs:

Enclosed please find the following:

1. Articles of Organization for Florida Limited Liability Company, *including* Affidavit of Membership and Contributions; and
2. Two Hundred Fifty Dollar (\$250.00) check representing the required filing fee.

400002935534--0
-07/19/99--01137--012
****250.00 ****250.00
400002935534--0
-07/21/99--01062--008
*****35.00 *****35.00

Pursuant to the enclosed, we are establishing Gannon-Kendall Oaks, L.L.C. as a Florida limited liability company. For your information, the Designation of Registered Agent is being executed by the registered agent and will be forwarded, along with the required Thirty-five Dollar (\$35.00) filing fee, to your office promptly.

If you have any questions, please feel free to contact the undersigned.

Very truly yours,

Terry L. Pabst
Senior Vice President
and General Counsel

TLP/bp
enclosures
GMF01-31/florida sec state.ltr

THE GANNON COMPANIES

Gannon Management | Gannon Equities | Gannon Properties | Gannon Real Estate | Gannon Services
12541 Bennington Place | St. Louis, Missouri 63146 | (314) 576-9600

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Gannon-Kendall Oaks, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

12515 N. Kendall Drive, Suite 430
Miami, Florida 33186

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☒ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Gannon Equities Company
11301 Olive Boulevard
Creve Coeur, Missouri 63141

☐ 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:

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

As set forth in the Operating Agreement of Gannon-Kendall Oaks, L.L.C. dated as of July 13, 1999 (the "Operating Agreement").

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**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: Gannon-Kendall Oaks, L.L.C.

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

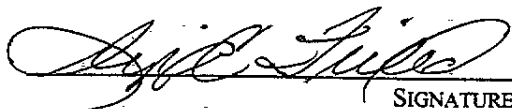
Ms. Sybil C. Field
NAME

12515 N. Kendall Drive, Suite 430
Florida street address (P. O. Box NOT ACCEPTABLE)

Miami FL 33186
CITY, STATE AND ZIP

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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

Filing Fee: \$ 35 for Designation of Registered Agent

ARTICLE VI - Members Rights to Continue Business:

The right, if given, 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:

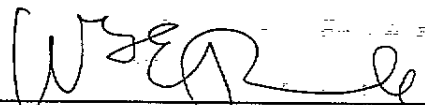
As set forth in the Operating Agreement

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ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Gannon-Kendall Oaks, L.L.C.
_____ 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 \$ 5,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 5,000.00.


_____, President of The Gannon Equities Company
Signature of a member or an authorized representative of a member.

(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.)

William E. Franke, President of The Gannon Equities Company
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit