

Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

Duck Dog, L.C.

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Florida Bar No. 0158119ARTICLES OF ORGANIZATION
FOR
DUCK DOG, L.C.

The undersigned, acting as the organizing Member of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The Name of the Company is DUCK DOG, L.C.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue for a period of fifty (50) years from the commencement date unless sooner dissolved in accordance with Section 608.441 of the Act.

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ARTICLE III

PURPOSE

The Company is created to acquire, hold, manage, operate, improve, develop, lease, sell, dispose of, mortgage or otherwise encumber, and otherwise deal with real property, together with the improvements thereon, now existing or hereafter constructed, and all personal property association therewith, and to engage in any other lawful activity.

ARTICLE IV

Principal Office

The mailing address and the street address of the principal office of the Company shall be 9021 Town Center Parkway, Bradenton, FL 34232.

ARTICLE V

Registered Agent and Office

The initial registered agent for the Company shall be Kimberly L. Graus, and the address of the registered agent for service of process shall be 9021 Town Center Parkway, Manatee County, Bradenton, FL 34232.

ARTICLE VI

Management of Business

The Company is to be managed by a manager or managers. John S. Newsome, 9021 Town Center Parkway, Bradenton, FL 34232, and Howard Sadwin, 2000 Webber Street, Sarasota, Florida 34239 will serve as the initial managers of the Company until the first annual meeting of the Member or until its successor is elected annually by the Members. The Members may increase and decrease the number of managers from time to time; provided, however, there shall never be more than four (4) managers or less than one (1) manager. The managers shall be Members or Officers of Corporate Members.

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ARTICLE VII

Admission of Additional Members

Additional Members may be admitted only by the vote of the Members holding majority of the Units, upon terms and conditions established by the Members from time to time in their sole discretion.

ARTICLE VIII

Continuation of Business

The remaining Members shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon occurrence of any other event which terminates the continued membership of a Member of the Company, all as more fully set forth in the Regulations.

ARTICLE IX

Powers

The Company shall have all of the power and authority set forth in Section 608.404 of the Act.

ARTICLE X

Property

- (a) Ownership. All property originally paid or transferred to the Company as contributions to capital by the Members, or subsequently acquired by purchase or otherwise on account of the Company.
- (b) Title. The title to all property of the Company shall be held in the name of the Company or held in Trust for the benefit of the Company.
- (c) Conveyances. The Managers are hereby authorized to convey and encumber title to all real and personal property of the Company by the execution on behalf of the Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments, and documents as are necessary, reasonable, or desirable to convey or encumber title to any real or personal property of the Company. Such execution shall be made by any

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manager duly authorized to act for the Company. The signature and execution of such documents shall clearly set forth that the execution is on behalf of the Company, and that the manager is signed on behalf of the Company.

ARTICLE XI

Amendments

These Articles may be amended or restated at any time by a vote of the Members holding a majority of the Units, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

ARTICLE XII

Regulations


Regulations shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Regulations may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations.

ARTICLE XIII

Contracting Debts

No debt shall be contracted nor liability incurred by or on behalf of the Company except by its managers, and no Member is authorized or empowered to contract debts or incur liabilities on behalf of the Company unless such Member is also a manager.

IN WITNESS WHEREOF, the undersigned organizer of DUCK DOG, L.C., has executed these Articles of Organization this 1st day of October 1999.


JOHN S. NEWSOME

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STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of October 1999 by John S. Newsome, who is personally known to me and did not take an oath.

Marcia L. Seivony

Signature of Person Taking Acknowledgment

NOTARY PUBLIC - STATE OF FLORIDA
MARCIA L. SEIVONY
COMMISSION # C0710851
EXPIRES 1/22/2002

BONDED THROUGH 1-986 NOTARY

Name of Acknowledger Typed, Printed or Stamped

My commission expires: 1/22/02

10/12/99 12:17:58

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CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF REGISTERED AGENT
FOR DUCK DOG, L.C.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts the obligations of that position.


KIMBERLY L. GRAUS

Dated: Oct 6, 1999

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