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Padre Butte, LLC
5100 Tamiami Trail N., Suite #105
Naples, FL 34103
(941)430-6008

September 30, 1999

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

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-10/05/99--01063--010
****125.00 ****125.00

Dear Sir or Madam:

Enclosed are two copies of the Articles of Organization for the above named limited liability company, along with a check in the amount of \$125.00 for payment of the filing fee and the Designation of Registered Agent.

Please forward a letter of acknowledgement to us at the above address at your earliest convenience. If you have any questions, please call us.

Sincerely,


Gary R. Gorman
Manager

Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION PADRE BUTTE, LLC

The undersigned, acting as organizer of Padre Butte, LLC organized and created pursuant to Chapter 608, Florida Statutes, hereby adopt the following Articles of Organization for said Florida limited liability company:

ARTICLE I: The name of the limited liability company shall be Padre Butte, LLC (the "Company").

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

C/o Jimmie L. Chew
5100 Tamiami Trail N., Suite #105
Naples, FL 34103

ARTICLE III: The name and the Florida street address of the registered agent are:

Jimmie L. Chew
5100 Tamiami Trail N., Suite #105
Naples, FL 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 as provided for in Chapter 608, F.S.


By: Jimmie L. Chew, Registered Agent

ARTICLE IV: This Limited Liability Company is to be managed by one manager and is, therefore, a manager – managed company.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


By: Gary R. Gorman, Manager

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