



FAX AUDIT #H99000032891 6

**ARTICLES OF ORGANIZATION  
OF  
AUDUBON CENTER OF NAPLES, L.L.C.**

**ARTICLE I**

**NAME AND ADDRESS**

The name of this Limited Liability Company shall be **AUDUBON CENTER OF NAPLES, L.L.C.** (the "Company"). The mailing address and street address of the principal office of the Company is 2606 South Horseshoe Drive, Naples, Florida 34104.

**ARTICLE II**

**DURATION**

This Limited Liability Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company.

**ARTICLE III**

**DESIGNATION OF REGISTERED AGENT**

The name and address of the registered agent and office of the Company shall **RICHARD C. GRANT, Esq., Grant, Fridkin, Pearson, Athan & Crown, P.A., 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.**

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Richard C. Grant, Esquire

Grant, Fridkin, Pearson, Athan &amp; Crown, P.A.

5551 Ridgewood Drive, Suite 501, Naples, FL 34108

(941) 514-1000

Florida Bar #0983632

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FAX AUDIT # H99000032891 6

**ARTICLE IV****MANAGEMENT OF COMPANY BUSINESS**

The business of the Company shall be managed by its managing members. The name and address of the initial managing members are F. Fred Pezeshkan and Robert L. Carsello, 2606 South Horseshoe Drive, Naples, Florida 34104, who shall serve until their successors are elected and qualified. The managers shall conduct the day to day operation and management of the Company on behalf of all members pursuant to the conditions contained herein and the terms and conditions of a written agreement for the operation and management of the Company by and between its members.

**ARTICLE V****LIMITATIONS ON MEMBERS**

The members shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other members of the Company without obtaining the prior written consent of all members of the Company.

**ARTICLE VI****ADDITIONAL MEMBERS**

The members shall have the right to admit additional members on terms and conditions approved by the prior written consent of all members of the Company.

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## AMENDMENTS

These Articles may be amended from time to time by the written consent of all members of the Company. The amendments shall be duly signed by all members of this Company and filed with the Florida Department of State.

By: \_\_\_\_\_

Richard C. Grant, Esq. as Authorized Representative for  
F. Fred Pezeshkan, a Member of  
Audubon Center of Naples, L.L.C.

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for AUDUBON CENTER OF NAPLES, L.L.C., at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.

\_\_\_\_\_  
Richard C. Grant, Esq.

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