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ACCOUNT NO. : 072100000032
REFERENCE : 826522 7142564
AUTHORIZATION : Patricia Poynter
COST LIMIT : \$ 125.00

ORDER DATE : September 11, 2000
ORDER TIME : 3:0 PM
ORDER NO. : 826522-005
CUSTOMER NO: 7142564

CUSTOMER: Ms. Lauren Kohl-helbig
Roknich & Gibson

Suite 901
1800 Second Street
Sarasota, FL 34236

100003388791--9

DOMESTIC FILING

NAME: 439 EAST ROYAL FLAMINGO,
L.L.C.

EFFECTIVE DATE: . . .

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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JB
9-26-00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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~~W-22233~~

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 12, 2000

CSC
SUSIE KNIGHT

SUBJECT: 439 EAST ROYAL FLAMINGO, L.L.C.
Ref. Number: W00000022233

We have received your document for 439 EAST ROYAL FLAMINGO, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 300A00048003

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ARTICLES OF ORGANIZATION OF
439 EAST ROYAL FLAMINGO, L.L.C.

The undersigned certify that we have associated ourselves together for the purposes 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. We further declare 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 439 EAST ROYAL FLAMINGO, L.L.C., and the address of its principal office and mailing address shall be 3424 Pine Valley Drive, Sarasota, Florida 34239 in the County of Sarasota, State of Florida, 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

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any lawful business or activity.
2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business,

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exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

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. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company. In the event that a unanimous vote cannot be reached, then the provisions of the Company Operating Agreement shall apply.

ARTICLE IV

MANAGEMENT

This limited liability company is to be managed by two (2) managers. The names and addresses of the persons who shall serve as manager until the first annual meeting of members or until a successor is elected and qualified are as follows:

John Murray 586 S. Spoonbill Drive, Sarasota, FL 34236

George Minnig 279 Robin Drive, Sarasota, FL 34236

ARTICLE V

MEMBERSHIP 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. The member or members continuing the business shall compensate the departing member pursuant to the regulations of this limited liability company contained in the separate agreement.

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compensate the departing member pursuant to the regulations of this limited liability company contained in the separate agreement.

ARTICLE VI

DURATION

The date and time when the existence of the limited liability company shall commence shall be 12:01 a.m. on September 5, 2000. 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.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is ROKNICH & GIBSON, 1800 Second St. Suite 901, Sarasota, Florida 34236, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Nick Rognich, III.

The undersigned, being a member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of 439 East Flamingo, L.L.C.

Executed by the undersigned on August 29th, 2000.

[Signature]
John Murray
[Signature]
George Minnig

STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 29th day of August, 2000 by John Murray and George Minnig, as members, on behalf of 439 East Royal Flamingo, L.L.C., a limited liability company, who are (Notary choose one) personally known to me, or who have produced Driver Licenses as identification.

[Signature]
Signature of Notary Public

Printed name of Notary Public



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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 as provided for in Chapter 608, F.S.



Nick Roknich, III

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