LOREN E. BODEM, CHARTERED ATTORNEY AT LAW

FIRST NATIONAL CENTER
815 COLORADO AVENUE, SUITE 305
STUART, FLORIDA 34994

ADMITTED: FLORIDA, MICHIGAN AND MINNESOTA BAR

March 7, 1997
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TELEPHONE (561) 286-4265

FACSIMILE (561) 286-2698

Attorneys' Title Insurance Fund, Inc. 660 East Jefferson Street, Suite 200 Tallahassee, FL 32301

Re: 313 East Osceola, L.C.

500002110175--8 -03/11/97--01108--002 \*\*\*\*285.00 \*\*\*\*\*285.00

Dear Madam or Sir:

I enclose at this time the original and a copy of Articles of Organization of the referenced limited liability company, and our check in the amount of \$285 payable to the Secretary of State.

Please file these with the Secretary of State along with our check immediately upon receipt. I would appreciate your acknowledgment of their filing as soon as possible.

Also enclosed is a check in the amount of \$10 in payment of your charges.

Very truly yours,

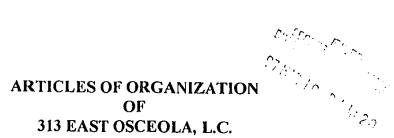
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LOREN E BODEM, CHARTERED

Loren E. Bodem

LEB/clb

**Enclosures** 



The undersigned, acting as Organizers of a company under the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization for such Company:

NAME: The name of this Organization is 313 EAST OSCEOLA, L.C.

DURATION: The period of duration of this Organization shall be perpetual.

PURPOSE: The purpose of this Organization is the purchase, sale, ownership and management of real property and otherwise to engage in any activities or business permitted under the laws of the United States and Florida.

PRINCIPAL OFFICE: The mailing and street address of the principal office of this Organization shall be 313 East Osceola Street, Stuart, Florida, 34994.

INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial Registered Agent of this Organization is LOREN E. BODEM, 815 Colorado Avenue, Suite 305, Stuart, Florida, 34994. The manager(s) of this Organization may from time to time move the Registered Office to any other address in the State of Florida.

ADDITIONAL MEMBERS: The members may admit additional members upon payment by the additional member of an amount in cash or agreed value of property to that of existing members at the time of admission, and upon consent of each of the existing members.

CONTINUATION OF BUSINESS: The members shall have the right 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.

INITIAL MANAGER: This Organization shall be managed by a single manager. The number of managers may be either increased or decreased from time to time by an amendment of the Bylaws of the Organization in the manner provide by law, but shall never be less than one. The name and address of the initial manager of this Organization is FRED SIMON, 6819 SE South Marina Way, Stuart, Florida, 34996.

ORGANIZERS: The name and street address of the person(s) signing these Articles of Organization is FRED SIMON, 6819 SE South Marina Way, Stuart, Florida, 34996.

AMENDMENT OF ARTICLES: This Organization reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendments hereto, and any right conferred upon the members is subject to this reservation.

INDEMNIFICATION: The Organization shall be empowered to indemnify any manager in the manner set out and provided for in the Bylaws of this Organization.

IN WITNESS WHEREOF the undersigned Organizer(s) have executed these Articles of Organization this 3.2 of march 1997.

KASIMON, Organizer

STATE OF FEWINAL MASSACHUSETTS COUNTY OF MANATAN MIDDLESEX

Before me, the undersigned authority, personally appeared FRED SIMON, personally known to me, who executed the foregoing Articles of Organization and he acknowledged to and before me the execution of such instrument.

IN WITNESS WHEREOF I have hereunto set my hand and seal this Bulday of March, 1997.

otary Public

My Commission Expires:

August 14, 2003

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of 313 EAST OSCEOLA, L.C. deposes and says:

- 1. the above named liability company has at least two members;
- 2. the total amount of cash contributed by the members is \$ 250,000.00
- 3. there is no property other than cash contributed by a member;
- 4. there are no additional contributions anticipated by members.

FURTHER AFFIANT SAYETH NOT.

FREO/81MON, Manager

STATE OF RIXORIDAY MASSACHUSETTS COUNTY OF MARKEN MIDDLESEX

Before me, the undersigned authority, personally appeared FRED SIMON, personally known to me, who executed the foregoing Articles of Organization and he acknowledged to and before me the execution of such instrument.

IN WITNESS WHEREOF I have hereunto set my hand and seal this 3 rd day of Much 1997.

Notary Public

My Commission Expires: August 14, 2003

## CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE OF FLORIDA, AND NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Florida Statutes 48.091 and 608.415, the following is submitted:

That 313 EAST OSCEOLA, L.C. desiring to quality under the laws of the State of Florida, with its principal place of business in the City of Stuart, State of Florida, has named LOREN E. BODEM, at 815 Colorado Avenue, Suite 305, Stuart, Florida, 34994, as its initial Registered Agent to accept service of process within the State of Florida.

Dated this 3rd day of march, 1997.

313 EAST OSOEPLA, L.C.

By EREIXSMON, Organization Manager

Having been named to accept service of process for the above Organization at the place designated above, I hereby agree to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 6 mark, 1997.

LOREN E. BODEM, Registered Agent