

L98000001917



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 966516 4327512

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
09 SEP 18 PM 2:35  
TALLAHASSEE, FLORIDA

ORDER DATE : September 18, 1998

ORDER TIME : 10:13 AM

ORDER NO. : 966516-005

CUSTOMER NO: 4327512

CUSTOMER: Ms. Karen B. Ankney  
QUARLES & BRADY

Suite 320  
4501 N. Tamiami Trail  
Naples, FL 34103

~~09/18/98~~

CM

700002643077--0  
-09/18/98-01038-004  
\*\*\*\*337.50 \*\*\*\*337.50

DOMESTIC FILING

NAME: GRAND LAND INITIATIVE OF 700002643077--0  
NAPLES, L.L.C. -09/18/98-01038-004  
\*\*\*\*337.50 \*\*\*\*337.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS: \_\_\_\_\_

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98 SEP 18 AM 10:38  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 18, 1998

**RESUBMIT**

SARA LEA  
CSC  
TALLAHASSEE, FL

Please give original  
submission date as file date.

SUBJECT: GRAND LAND INITIATIVE OF NAPLES, L.L.C.  
Ref. Number: W98000021415

FILED  
SEP 18 PM 2:35  
TALLAHASSEE, FL  
DIVISION OF CORPORATIONS

We have received your document for GRAND LAND INITIATIVE OF NAPLES, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 798A00047341

*Included attachment.*

*- agreed value is already included in affidavit in NO. 3 (\$900,000.)*

RECEIVED  
98 SEP 21 AM 11:29  
DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION OF  
GRAND LAND INITIATIVE OF NAPLES, L.L.C.**

The undersigned member hereby certifies that the members have associated themselves together for the purpose 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. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I**

**NAME**

The name of the limited liability company shall be **GRAND LAND INITIATIVE OF NAPLES, L.L.C.**, (the "Company").

**ARTICLE II**

**ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 4501 North Tamiami Trail, Suite 300, Naples, Florida 34013.

**ARTICLE III**

**REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: F. Joseph McMackin, III, 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

**ARTICLE IV**

**DURATION**

This Company shall exist until December 31, 2017, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Regulations adopted by the members.

**ARTICLE V**

**MANAGEMENT**

The Company will be managed by a manager in accordance with the Company's regulations. The name and address of the manager is as follows:

**NAME**

Gary V. Chensoff

**ADDRESS**

3 First National Plaza, Suite 3600  
Chicago, Illinois 60602

## ARTICLE VI

## RESTRICTIONS ON MEMBERSHIP

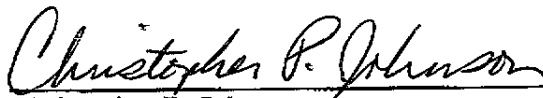
Members shall have the right to admit new members upon making such contributions as are set out in the Regulations, and otherwise complying with and agreeing to the terms and provisions of the Regulations.

## ARTICLE VII

## MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned member at Chicago, Illinois, on the 16th day of September, 1998.



Christopher P. Johnson  
3 First National Plaza, Suite 3600  
Chicago, Illinois 60602

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TALLAHASSEE, FLORIDA

09 SEP 19 PM 2:36

FILED

State of Illinois

County of Cook

This foregoing instrument was acknowledged before me this 16th day of SEPTEMBER 1998, by Christopher P. Johnson. He (☒) is personally known to me or (☐) has produced \_\_\_\_\_ as identification.

NOTARY SEAL



Notary Public Print name below:

SHARON BLUE SPRUCE 2/27/99

My commission expires:

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF  
GRAND LAND INITIATIVE OF NAPLES, L.L.C.**

Before me, the undersigned authority, personally appeared **CHRISTOPHER P. JOHNSON**, a Member of **GRAND LAND INITIATIVE OF NAPLES, L.L.C.**, who, being first duly sworn deposes and says:

1. That the limited liability company known as **GRAND LAND INITIATIVE OF NAPLES, L.L.C.** has at least one (1) member.
2. The total amount of cash contributed by members of **GRAND LAND INITIATIVE OF NAPLES, L.L.C.** is **TEN DOLLARS (\$10.00)** cash.
3. Real property, other than cash, has been contributed by members in the agreed upon value of **NINE HUNDRED THOUSAND DOLLARS (\$900,000.00)**.
4. The total of cash and property anticipated to be contributed by members is **ONE MILLION, FIVE HUNDRED THOUSAND DOLLARS (\$1,500,000.00)**. This amount is in addition to the amounts stated in Paragraphs 2 and 3 above.

Further, Affiant sayeth naught.

  
Christopher P. Johnson

State of Illinois  
County of Cook

This foregoing instrument was acknowledged before me this 16TH day of SEPTEMBER, 1998, by Christopher P. Johnson, who (☒) is personally known to me or, (☐) who has produced \_\_\_\_\_ as identification.

NOTARY SEAL



  
Notary Public Print name below:

SHARON BLUE SPRUCE

My commission expires:

02/27/99

FILED  
09 SEP 18 PM 2:36  
NOTARY PUBLIC  
STATE OF ILLINOIS

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

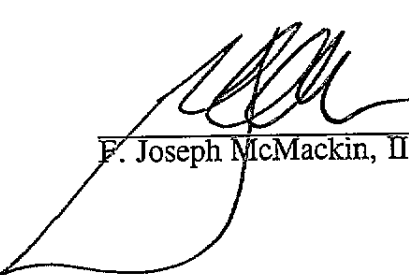
The name of the limited liability company is **GRAND LAND INITIATIVE OF NAPLES, L.L.C.**

The name of the initial registered agent of the limited liability company is F. Joseph McMackin, III, and the address of the office of the registered agent is 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

**REGISTERED AGENT ACCEPTANCE**

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 that 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.

Date: SEP 17, 1998

  
F. Joseph McMackin, III, Registered Agent

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98 SEP 18 PM 2:36  
TALLAHASSEE, FLORIDA

Attachment

Real property referenced in number 3 of the affidavit described as follows:

Lands acquired in Section 25, Township 48 South, Range 26 East, Collier County, Florida.

FILED

03 SEP 10 PM 2:36

CLERK OF COURT  
TALLAHASSEE, FLORIDA