

L99000001771



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 185950 7103152

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE : March 29, 1999

600002822076--6

ORDER TIME : 11:33 AM

ORDER NO. : 185950-010

CUSTOMER NO: 7103152

CUSTOMER: Harold J. Webre, Esq
GOODLETTE COLEMAN & JOHNSON,
GOODLETTE COLEMAN & JOHNSON,
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

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DOMESTIC FILING

NAME: 602 MANAGEMENT, L.L.C

File 200

EFFECTIVE DATE:

L99-1771

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document	<i>[Signature]</i>
Update	<i>[Signature]</i>
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**ARTICLES OF ORGANIZATION
OF
602 MANAGEMENT, L.L.C.**

The undersigned, being the sole initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, adopt and submit the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be **602 MANAGEMENT, L.L.C.**

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company shall be **4001 Tamiami Trail North, Suite 265, Naples, Florida 34103.**

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered agent of the Company is **4001 Tamiami Trail North, Suite 265, Naples, Florida 34103**, and the name of the initial registered agent at such address is **Euro-American Consulting, Inc, a Florida corporation.**

**ARTICLE IV
ADMISSION OF MEMBERS**

The members of the Company may admit new members to the Company as more fully described in and subject to the terms, conditions and requirements set forth in the Company's

Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing of these Articles

**ARTICLE VI
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

**ARTICLE VII
ADOPTION OF OPERATING AGREEMENT AND REGULATIONS**

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

**ARTICLE VIII
INITIAL MANAGERS**

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The initial number of managers of the Company shall be two (2). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. The name and business address of the members who shall serve as managers until their successors are elected and qualified are:

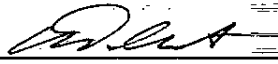
**Gulf Shore Investments, Inc., a Florida corporation
4001 Tamiami Trail North
Suite 265
Naples, Florida 34103**

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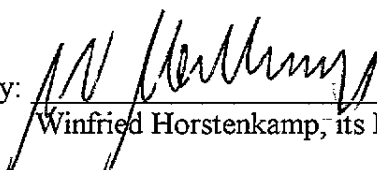
International General Partner, Inc., a Florida corporation
4001 Tamiami Trail North
Suite 265
Naples, Florida 34103

IN WITNESS WHEREOF, the undersigned, being the sole initial members of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, have executed these Articles of Organization as of this 23rd day of March, 1999.

GULF SHORE INVESTMENTS, INC., a
Florida corporation

By: 
Rainer N. Filthaut, its President

INTERNATIONAL GENERAL PARTNER,
INC., a Florida corporation

By: 
Winfried Horstenkamp, its President

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ACCEPTANCE BY REGISTERED AGENT

I, Rainer N. Filthaut, as President of Euro-American Consulting, Inc., a Florida corporation, having been duly designated to act as registered agent and to accept service of process for 602 Management, L.L.C., a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.

Euro-American Consulting, Inc.,
a Florida corporation, Registered Agent

By: [Signature]
Rainer N. Filthaut
Its: President

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STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 23 day of March, 1999, by Rainer N. Filthaut, as President of Euro-American Consulting, Inc., a Florida corporation, who is personally known to me or has produced a Florida's drivers license as identification.

[Signature]
Notary Public **CHERYL D. TURNER**
State of Florida at Large
My Commission Expires: July 12, 1999
(Notary Seal)



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF 602 MANAGEMENT, L.L.C.**

STATE OF FLORIDA
COUNTY OF COLLIER

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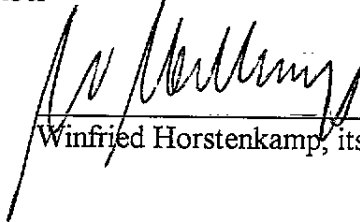
The undersigned, being the sole initial members of **602 MANAGEMENT, L.L.C.**, a limited liability company to be organized under the Florida Limited Liability Company Act, being first duly sworn, hereby state the following:

1. The name of the Limited Liability Company (the "Company") is **602 MANAGEMENT, L.L.C.**
2. The Company has two (2) members.
3. The total anticipated amount of contributions by the members is **\$28,000.00**.


GULF SHORE INVESTMENTS, INC., a
Florida corporation, Member

By: 
Rainer N. Filthaut, its President

**INTERNATIONAL GENERAL
PARTNER, INC.**, a Florida corporation,
Member

By: 
Winfried Horstenkamp, its President

SWORN TO, SUBSCRIBED AND ACKNOWLEDGED before me on this 23 day of March 1999, by Rainer N. Filthaut, as President of **Gulf Shore Investments, Inc.**, a Florida corporation and Member, () who is personally known to me or () who produced his driver's license as identification.



Notary Public **CHERYL D. TURNER**
Print Name: _____
State of Florida at Large
My Commission Expires: July 12, 1999

(Notary Seal)



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SWORN TO, SUBSCRIBED AND ACKNOWLEDGED before me on this 23 day of March 1999, by Winfried Horstenkamp, as President of **International General Partner, Inc.**, a Florida corporation and Member, () who is personally known to me or () who produced his driver's license as identification.


Notary Public **CHERYL D. TURNER**
Print Name: _____
State of Florida at Large
My Commission Expires: July 12, 1999

(Notary Seal)



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