

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L99000002432

CDN Properties, LLC

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*****25.00 *****25.00

MJH

cannot file - ob refund

00789-00534-00472

L99-2432

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ✓ L.C. File photo _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ✓ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

00 AUG -9 AM 8:55

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUL 19 PM 12:10
RECEIVED

Signature _____

Requested by: CM 7/19 11:59

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 20, 2000

CAPITAL CONNECTION, INC.

SUBJECT: CDN PROPERTIES, L.L.C.
Ref. Number: L99000002432

We have received your document for CDN PROPERTIES, L.L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Affidavit of Membership & Contributions can not be amended. If you would like a refund of the \$25.00 filing fee, please complete the attached refund application and return for processing.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 000A00039726

Corrected

RECEIVED
00 AUG -9, AM 11:07
OFFICE OF THE SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**RESTATED
ARTICLES OF ORGANIZATION
OF
CDN PROPERTIES, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -9 AM 8:55

In accordance with F.S. Section 608.411, the undersigned, for the purpose of restating the Articles of Organization, hereby makes, acknowledges, and files the following Restated Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be CDN Properties, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 325 Little Harbour Lane, Naples, Florida 34102.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Paul K. Heuerman, Roetzel & Andress, Trianon Centre, Third Floor, 850 Park Shore Drive, Naples, Florida 34103.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

Upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members.

ARTICLE VII -- MANAGEMENT

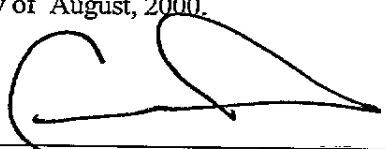
The Company shall be managed by the manager or managers elected or appointed by the members in accordance with the Regulations to be adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Managers of the Company are:

	NAME	ADDRESS
(a)	Carl M. Nagel	325 Little Harbour Lane Naples, Florida 34102
(b)	Dana L. Nagel	325 Little Harbour Lane Naples, Florida 34102

ARTICLE VIII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Restated Articles of Organization at Naples, Florida, on this 7th day of August, 2000.



Carl M. Nagel, Member

ARTICLES OF AMENDMENT OF
ARTICLES OF ORGANIZATION OF
CDN PROPERTIES, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -9 AM 8:55

THIS IS TO CERTIFY THAT:

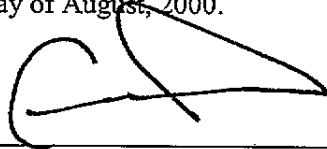
FIRST: These Articles of Amendment amend the Articles of Organization (the "Articles") of CDN Properties, L.L.C. (the "Company").

SECOND: The Articles were filed with the Florida Department of State on April 29, 1999 and assigned Document Number L99000002432.

THIRD: Article V – Initial Capital Contributions, and the exhibit "A" referenced therein, and Article VI – Additional Capital Contributions of the Articles are deleted in their entirety.

FOURTH: Articles VII through X, inclusive, are renumbered as Articles V through VIII, inclusive, to consecutively number the Articles.

IN WITNESS WHEREOF, these Articles of Amendment have been duly executed and are being filed in accordance with Section 608.411 F.S., this 7th day of August, 2000.

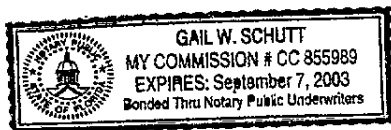


Carl M. Nagel

STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 7th day of August, 2000 by CARL M. NAGEL, Managing Member of CDN Properties, L.L.C., a limited liability company organized under the laws of the State of Florida, on behalf of the Company. He is (1) personally known to me or () has produced _____ as identification and did take an oath.

(SEAL)



323364_1



NOTARY PUBLIC
My Commission Expires: 9/7/03