

L9900005815

W11

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

FILED
99 SEP - 7 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1- GRANDE TIMES OF BOCA GRANDE, L.L.C.
- 2- _____
- 3- _____
- 4- _____

Orig. rec'd 9/7/99

*FF \$385
CC 52.50*

Walk-in

Pick-up time

ASAP

Certified Copy

Mail-out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Name	<i>Uelt 9/16/99</i>
Availability	
Examiner	<i>Yett</i>
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

*New F
CC
Uelt 9/16*

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 7, 1999

ATTORNEY'S TITLE

SUBJECT: GRANDE TIMES, LLC
Ref. Number: W99000020578

We have received your document for GRANDE TIMES, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00044149

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1- GRANDE TIMES, LLC W99-20578
- 2- _____
- 3- _____
- 4- _____

- Walk-in
- Pick-up time ASAP
- Certified Copy
- Mail-out
- Will wait
- Photocopy
- Certificate of Status

RECEIVED
 99 SEP -7 AM 9:58
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 ****337.50 ****337.50

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
GRANDE TIMES OF BOCA GRANDE, LLC**

FILED
99 SEP -7 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby certifies that it has formed a limited liability company under the laws of the State of Florida.

ARTICLE I

Name

The name of the limited liability company shall be Grande Times of Boca Grande, LLC.

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

Grande Times of Boca Grande, LLC
1861 Placida Road, Suite 204
Englewood, Florida 34223

ARTICLE III

Period of Duration

The limited liability company shall begin existence on the day of filing with the Florida Secretary of State thereafter, and shall continue for ten (10) years, or until dissolved in a manner provided by law or by regulations adopted by the Members (as defined in the Regulations of the limited liability company) of the limited liability company.

ARTICLE IV

Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

ARTICLE V

General Powers

The limited liability company shall have the power to:

(a) Purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, or otherwise deal in or with real or personal property (the "Property"), or an interest in real or personal property, wherever situated.

(b) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer or otherwise dispose of all or any part of its Property or assets.

(c) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, use or deal in or with:

(i) Shares or other interests in or obligations of other foreign or domestic limited liability companies, domestic or foreign corporations, associations, general or limited partnerships or individuals; and

(ii) Direct or indirect obligations of the United States or any other government, state, territory, governmental district or municipality, or of any instrumentality thereof.

(d) Make contracts or guarantees or incur liabilities; borrow money at such rates of interest as the limited liability company may determine; issue its notes, bonds, or other obligations or secure any of its obligations by mortgage or pledge of all or any part of its Property, assets, franchises or income.

(e) Lend money for any lawful purpose, invest or reinvest its funds, or take and hold real or personal property as security for the payment of funds so loaned or invested.

(f) Conduct its business, carry on its operations and have offices, and exercise the powers granted by Florida law, within or without the State of Florida.

(g) Elect or appoint managers and agents, define their duties, and fix their compensation.

(h) Make and alter regulations not inconsistent with these Articles of Organization or the laws of the State of Florida.

(i) Make donations to the public welfare or for charitable, scientific or educational purposes.

(j) Indemnify a Member (as defined in the Regulations of the limited liability company) or any other person to the same extent as a corporation may indemnify any of the directors, officers, employees, or agents of the limited liability company against expenses actually and reasonably incurred by him/her or it in connection with the defense of an action, suit, or proceeding, whether civil or criminal, in which he/she or it is made a party.

(k) Cease its activities and surrender this Certificate of Organization.

(l) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the limited liability company is organized.

(m) Transact any lawful business which the Members or the Manager(s) (as hereinafter defined) find to be in aid of governmental policy.

(n) Pay pensions and establish pension plans, profit-sharing plans, 401 (K) and other incentive plans for any or all of its Managers and employees.

(o) Be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other enterprise.

(p) Have and exercise all other powers necessary or convenient to effect its purposes.

ARTICLE VI

Registered Office and Registered Agent

The street address of the limited liability company's initial registered office is 1861 Placida Road, Suite 204, Englewood, Florida 34223 and the initial registered agent at such address is C. Guy Batsel. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with

Section 608.416, Florida Statutes, as amended. C. Guy Batsel is specifically authorized to sign and file such Affidavits as may be required under Section 608.407, Florida Statutes, as amended.

ARTICLE VII

Initial Capital Contributions

The total amount of cash, and the description and agreed value of property other than cash initially contributed to the limited liability company is described on the attached Exhibit "A" which is made a part hereof by this reference.

ARTICLE VIII

Additional Contributions

Additional contributions, if any, will be made by the Members as provided in the regulations adopted by the Members.

ARTICLE IX

Management

The management of the limited liability company shall be vested in the Members. The Members shall have the powers granted to them in the regulations.

C. Guy Batsel

1861 Placida Road, Suite 204

Englewood, Florida 34223

ARTICLE X

Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon the occurrence of any other event which terminates the continued membership of a Member in the limited liability company, the business of the limited liability company shall not cease and the limited liability company shall not be dissolved unless the business of the limited liability company is terminated by the consent or agreement of the majority of the remaining Members' interests. Notwithstanding the death, retirement, resignation, expulsion or bankruptcy of a Member, all contracts

authorized by the limited liability company and executed by such Member in his or its representative capacity shall survive and shall inure to the benefit of the limited liability company.

ARTICLE XI

Restrictions on Membership

No new members shall be admitted to the limited liability company without the prior consent of a majority of the existing Members' interests. Contributions required of new members shall be determined as of the time of their admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in compliance with the regulations of the limited liability company. Additional restrictions and conditions on membership may be set forth in regulations adopted by a majority of the members interests.

ARTICLE XII

Regulations

The members of the limited liability company shall adopt regulations which shall also act as the operating agreement of the members pertaining to the regulation, management and affairs of the limited liability company, provided that such regulations shall not be inconsistent with these Articles of

Organization or with the laws of the State of Florida. The regulations shall be repealed or altered only by a majority of the Members' interests of the limited liability company, in the manner now or hereafter prescribed by the laws of the State of Florida.

ARTICLE XIII

Acknowledgment

The undersigned, being all the members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of Grande Times of Boca Grande, LLC. These Articles of Organization may be amended from time to time by the members in the manner now or hereafter prescribed by the laws of the State of Florida.

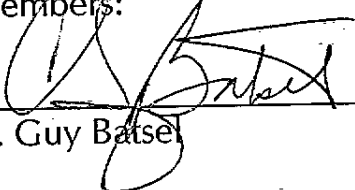
ARTICLE XIV

Voting

Each Member's vote shall be weighted in proportion to the Member's initial capital accounts plus any additional capital contributed by the members at the request of the limited liability company.

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization this 14th day of September, 1999.

Members:

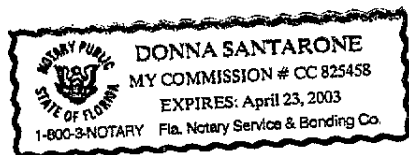



C. Guy Batsel

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **C. GUY BATSEL** known to be the individual described in and who executed the foregoing instrument or who has produced _____ N/A _____ as identification and who did take an oath and acknowledged before me that they executed the same for the purposes therein expressed and in the capacities so stated.

WITNESS my hand and official seal at Charlotte County, Florida, this 13th day of September, 1999.





Notary Public
Print Name: Donna Santarone
My Commission Expires:

EXHIBIT "A"

TO

ARTICLES OF ORGANIZATION

FOR

Grande Times of Boca Grande, LLC

Initial Contribution:

The initial contribution to the capital of Grande Times of Boca Grande, LLC by its members is as follows:

<u>Member</u>	<u>Cash or Property</u>	<u>Interest</u>
C. Guy Batsel	\$ 100	100%

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


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

1. The name of the limited liability company is: Grande Times of Boca Grande, LLC.
2. The name and address of the registered agent and office is:

C. Guy Batsel
1861 Placida Road, Suite 204
Englewood, Florida 34223

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.

Dated this 13th day of September, 1999.



C. Guy Batsel

99 SEP - 7 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

OF

Grande Times of Boca Grande, LLC


STATE OF FLORIDA
COUNTY OF CHARLOTTE

99 SEP - 7 PM 2:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned duly authorized representative of the members **Grande Times of Boca Grande, LLC**, deposes and says:

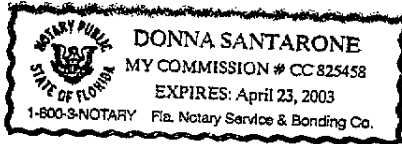
1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by each of the members is \$100.00.
3. The total amount of cash or property anticipated to be contributed by the members is \$ 100.00. This total includes amounts from 2 above.

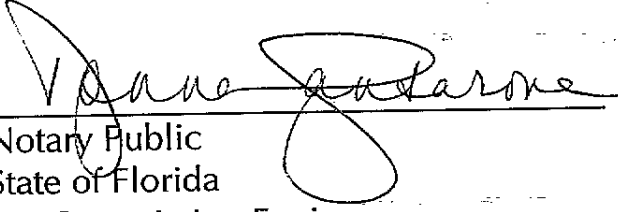
Executed on behalf of its member, C. Guy Batsel.



C. Guy Batsel
Authorized Representative
for the Members

SWORN TO BEFORE ME this 13th day of September, 1999,
Charlotte County, Florida.





Notary Public
State of Florida
My Commission Expires: