

L 99000008041



ACCOUNT NO. : 072100000032
REFERENCE : 489442 9725B
AUTHORIZATION :
COST LIMIT : \$ 155.00

Patricia Pizub

ORDER DATE : November 22, 1999
ORDER TIME : 2:46 PM
ORDER NO. : 489442-005
CUSTOMER NO: 9725B

400003052244--1

CUSTOMER: Ms. Jeanne L. Seewald
ROETZEL & ANDRESS
ROETZEL & ANDRESS
Trainon Centre, Third Floor
850 Park Shore Drive
Naples, FL 34103

hr 11/22
FILED
99 NOV 22 PM 4:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: WINCREST DRIVE, LLC

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: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED
99 NOV 22 PM 4:01
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

WINCREST DRIVE, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Wincrest Drive, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 350 Kingstown Drive, Naples, Florida 34102.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with 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 Jeanne L. Seewald, Esq., Roetzel & Andress, 850 Park Shore Drive, Third Floor, 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 Operating Agreement 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.

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TALLAHASSEE FLORIDA
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ARTICLE VII -- MANAGEMENT

The Company shall be managed by the manager or managers elected or appointed by the members in accordance with the Operating Agreement to be adopted by the members for the management of the business and affairs of the Company. This Operating Agreement 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 manager of the Company is:

NAME	ADDRESS
Patricia A. Cauchon	12 Wincrest Drive Winchester, MA 01890

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 organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 19th day of November, 1999.

Authorized Representative:

Jeanne L. Seewald

Jeanne L. Seewald, Authorized Representative

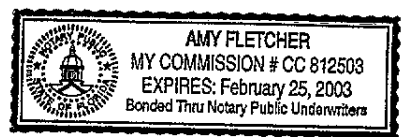
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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 19th day of November, 1999, by Jeanne L. Seewald, an authorized representative. She is personally known to me or () has produced _____ as identification and did take an oath.

Amy Fletcher

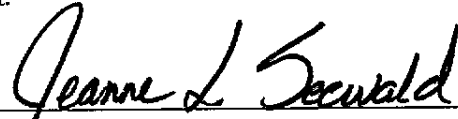
NOTARY PUBLIC
Name: Amy Fletcher
(Type or Print)
My Commission Expires:



WINCREST DRIVE, LLC

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Wincrest Drive, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of the position of registered agent.



Jeanne L. Seewald
Registered Agent

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