

L-96 000000 818

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

No 52835

RE: Gulfshore Highway
LC

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Chet

| | G.C. FEE. | DISBURSED |
|---|-----------|-----------|
| <input checked="" type="checkbox"/> Capital Express SM | | |
| <input checked="" type="checkbox"/> Art. of Inc. Filing <i>organization</i> | | |
| <input type="checkbox"/> Corp. Record Search | | |
| <input type="checkbox"/> Ltd. Partnership Filing | | |
| <input type="checkbox"/> Foreign Corp. Filing | | |
| <input checked="" type="checkbox"/> () <i>1</i> Cert. Copy(s) <i>photo</i> | | |
| <input type="checkbox"/> Art. of Amend. Filing | | |
| <input type="checkbox"/> Dissolution/Withdrawal | | |
| <input type="checkbox"/> O U S. | | |
| <input type="checkbox"/> Fictitious Name Filing | | |
| <input type="checkbox"/> Name Reservation | | |
| <input type="checkbox"/> Annual Report/Reinstatement | | |
| <input type="checkbox"/> Reg. Agent Service | | |
| <input type="checkbox"/> Document Filing | | |
| <input type="checkbox"/> Corporate Kit | | |
| <input type="checkbox"/> Vehicle Search | | |
| <input type="checkbox"/> Driving Record | | |
| <input type="checkbox"/> Document Retrieval | | |
| <input type="checkbox"/> UCC 1 or 3 Filing | | |
| <input type="checkbox"/> UCC 11 Search | | |
| <input type="checkbox"/> UCC 11 Retrieval | | |
| <input type="checkbox"/> File No.'s, Copies | | |
| <input type="checkbox"/> Courier Service | | |
| <input type="checkbox"/> Shipping/Handling | | |
| <input type="checkbox"/> Phone () | | |
| <input type="checkbox"/> Top Priority | | |
| <input type="checkbox"/> Express Mail Prep. | | |
| <input type="checkbox"/> FAX () pgs. | | |
| SUBTOTALS | | |

200001916882
 08/01/96 01068-026
 ***285.00 ***285.00

PAID AUG 1 1996

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY AAK

WALK-IN Will Pick Up 51 1200

| | |
|--------------------------------|----|
| FEE..... | \$ |
| DISBURSED..... | \$ |
| SURCHARGE..... | \$ |
| TAX on corporate supplies..... | \$ |
| SUBTOTAL..... | \$ |
| PREPAID..... | \$ |
| BALANCE DUE..... | \$ |

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF ORGANIZATION
OF
GULFSHORE HIDEAWAY, L.C.,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
Name**

The name of the limited liability company ("Company") is Gulfshore Hideaway, L.C.

**ARTICLE II
Address**

The mailing and street address of the Company's principal office is 1801 Gulf Shore Blvd. North, Naples, Florida 34102.

**ARTICLE III
Duration**

The Company shall dissolve on the death, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless, within thirty (30) days after terminating event, the business of the Company is continued by the unanimous written consent of all the remaining members and there are two or more remaining members.

**ARTICLE IV
Registered Agent and Office**

The name of Company's initial registered agent in Florida is John M. Passidomo. The address of the Company's registered office in Florida is 821 Fifth Avenue South, Suite 201, Naples, Florida 34102.

**ARTICLE V
Management**

The Company is to be managed by the members. Each managing member is identified as follows:

James Shucart
c/o Property Consultants Incorporated
P. O. Box 11718
St. Louis, Missouri 63105

Property Consultants Incorporated
P. O. Box 11718
St. Louis, Missouri 63105

FILED
95 JUL 1 2 11 PM '97
TALLAHASSEE, FLORIDA

ARTICLE VI
Admission of New Members

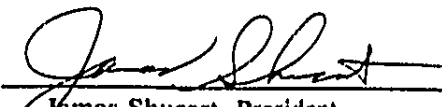
Members of the Company have the right to admit new members as additional members or through an assignment and conveyance of a members interest. New members, whether through an assignment or as an additional member, may be admitted only on the unanimous written consent of the existing members and the existing members shall determine the amount and nature of contributions by additional new members at the time the new members are admitted.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 30th day of July, 1996, at Naples, Florida.



James Shucart, Member

Property Consultants, Inc., a Missouri
corporation, Member

By: 

James Shucart, President

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Gulfshore Hideaway, L.C., a Florida limited liability company, deposes and says:

- (1) The above named limited liability company has at least two members.
- (2) The total amount of cash contributed by the members is \$100.00.
- (3) There is no property other than cash being contributed by members at this time.
- (4) The total amount of cash or property anticipated to be contributed by members is \$100.00. This total includes amounts from (2) and (3) above.

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.


James Shucart

**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 Gulfshore Hideaway, L.C., a Florida limited liability company.

(2) The name and address of the registered agent and office is: John M. Passidomo, Cheffy, Passidomo, Wilson & Johnson, L.L.P., 821 Fifth Avenue South, Suite 201, Naples, Florida 34102.

Having been named as registered agent and to accept service of process for the above-named 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: July 31, 1996



John M. Passidomo