

L99000008828

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000031924 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 425-8377

LIMITED LIABILITY COMPANY

Bridgewater Bay Realty, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

FILED
99 DEC 15 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 15 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L99-8828

Name	12-15
Availability	
Document	
Exhibit	
Urbal	
W. P. Ve	

Electronic Filing Menu

Corporate Filing

Public Access Help

DEC-15-99 WED 01:44 PM
(850)487-6013

FAX NO.

P. 02

12/15/99 11:53 FL Dept of State p1 /1



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 15, 1999

BROAD AND CASSEL

SUBJECT: BRIDGEWATER BAY REALTY, L.L.C.
REF: W99000028580

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 15 PM 2:47

FILED

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please resend your electronic filing we only received the first page of the Article of organization.,

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) 487-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H99000031924
Letter Number: 099A00058854

Florida Dept. of State Electronic Filing
Facsimile Audit No. H99000031924

ARTICLES OF ORGANIZATION**OF****BRIDGEWATER BAY REALTY, L.L.C.**

The undersigned, acting as the organizer of BRIDGEWATER BAY REALTY, L.L.C. under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is Bridgewater Bay Realty, L.L.C. (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is 2055 Trade Center Way, Naples, Florida 34109.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by a Manager.

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all the then existing Members of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be B&C Corporate Services of Central Florida, Inc., a Florida corporation, and the street address of the Company's initial registered office is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32751.

Attorney Name: Holly L. Haworth, Esq.
Broad and Cassel - Attorneys at Law
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801
Telephone (407) 833-4200
Florida Bar No.: 0129003

Florida Dept. of State Electronic Filing
Facsimile Audit No. H990000319246

99 DEC 15 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Florida Dept. of State Electronic Filing
Facsimile Audit No. H990000319241

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a Manager or Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

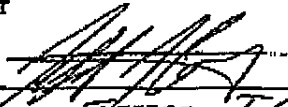
ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining Members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of this 15 day of December, 1999.

LB/P - GroveWay, L.L.C., a Delaware
limited liability company

By: GroveWay Development, L.C., a
Florida limited liability company,
member

By: 
Name: JEFFREY J. Cotter
Title: Managing Member

99 DEC 15 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Florida Dept. of State Electronic Filing
Facsimile Audit No. 19900031924

**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 **BRIDGEWATER BAY REALTY,
L.L.C.**
2. The name and address of the registered agent and office is:

**B&C Corporate Services of Central Florida, Inc., a Florida corporation
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801**

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.

**B&C Corporate Services of Central
Florida, Inc., a Florida corporation**

By: *Janice C. Myers*
Janice C. Myers, Vice President

Dated this 15th day of December, 1999.

99 DEC 15 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED