



# L00000003255

ACCOUNT NO. : 072100000032

REFERENCE : 633910 81514A

AUTHORIZATION :

COST LIMIT : \$

*Patricia Pizito*  
755.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAR 22 PM 3:19

FILED

ORDER DATE : March 22, 2000

ORDER TIME : 12:08 PM

ORDER NO. : 633910-005

CUSTOMER NO: 81514A

CUSTOMER: Nicholas J. Troiano, Esq  
TROIANO & ROBERTS  
TROIANO & ROBERTS  
P. O. Drawer 829

Lakeland, FL 33802

200003180492--3

DOMESTIC FILING

NAME: HART LAKE ASSOCIATES, L.L.C.

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: Janine Lazzarini

EXAMINER'S INITIALS:

RECEIVED  
00 MAR 22 PM 2:21  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

L00-3255

Name	3-22
Availability	
Document	
Examination	
Updated	
Revised	
Verified	
Acknowledgment	
W. P. Verifier	

**ARTICLES OF ORGANIZATION  
OF  
HART LAKE ASSOCIATES, L.L.C.**

FILED  
00 MAR 22 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization as agent for the members named herein.

**ARTICLE I – NAME**

The name of the limited liability company shall be **HART LAKE ASSOCIATES, L.L.C.** ("Company").

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the company shall be P.O. Box 3096, Winter Haven, Florida 33885 (mailing) and 814 Havendale Blvd., N.W. Winter Haven, Florida 33880.

**ARTICLE III – PURPOSE**

Notwithstanding any provision hereof or of any other document governing the formation, management or operation of the Limited Liability Company to the contrary, the following shall govern: The nature of the business and of the purposes to be conducted and promoted by the Limited Liability Company, is to engage in the following activities:

1. To acquire, improve, develop, manage and maintain real property (the "Property"), together with all improvements located thereon, if any.

2. To own, hold, sell, assign, transfer, operate, lease, mortgage, pledge and otherwise deal with the Property.

3. To exercise all powers enumerated in the Limited Liability Company Act of Florida necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

4. To engage in any activity or business authorized under the Florida Statutes, including but not limited to, the Florida Limited Liability Company Act, Chapter 608.

#### **ARTICLE IV – DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

#### **ARTICLE V – REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is: Nicholas J. Troiano, c/o The Swain Companies, 814 Havendale Blvd., N.W., Winter Haven, Florida 33880.

FILED  
00 MAR 22 PM 3:19  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VI – CAPITAL CONTRIBUTIONS**

The members of the Company shall each contribute to the capital of the Company the sum of \$5,000.00 each, initially.

## **ARTICLE VII – ADDITIONAL CAPITAL CONTRIBUTIONS**

From time to time, each member shall make additional capital contributions to the Company only on the unanimous consent of all members.

## **ARTICLE VIII – 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 may be determined by all the members. A member may 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 IX – TERMINATION OF EXISTENCE**

The Company shall be dissolved on 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, unless the

FILED

00 MAR 22 PM 3:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

business of the Company is continued by the consent of the majority-in-interest of the remaining members, provided there are at least two remaining members.

Notwithstanding any provision hereof or of any other document governing the formation, management or operation of the Limited Liability Company to the contrary, the following shall govern: To the extent permissible under applicable federal and state tax law, the vote of a majority-in-interest of the remaining members is sufficient to continue the life of the Limited Liability Company. If such vote is not obtained, for so long as a mortgage lien exists on the Property the Limited Liability Company shall not liquidate the Property without first obtaining approval of the mortgagee holding a first mortgage lien on the Property. Such holders may continue to exercise all of their rights under the existing security agreements or mortgages until the debt underlying the mortgage liens has been paid in full or otherwise completely discharged.

#### **ARTICLE X – VOTING**

Notwithstanding any provision hereof or of any other document governing the formation, management or operation of the Limited Liability Company to the contrary, the following shall govern: When acting on matters subject to the vote of members, notwithstanding that the Limited Liability Company is not then insolvent, all of the members shall take into account the interest of the Limited Liability Company's creditors, as well as those of the members.

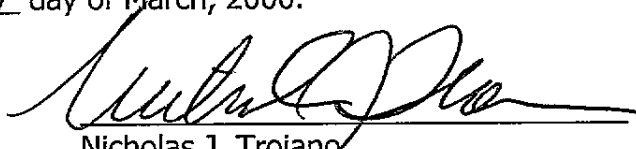
FILED  
00 MAR 22 PM 3:19  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE XI – MANAGEMENT

The Company shall be managed by a manager or managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain provisions 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:

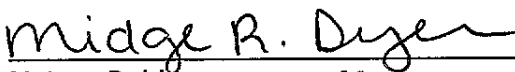
Name	Address
Brian Swain	814 Havendale Blvd., N.W. Winter Haven, Florida 33880
Michael Hickman	7375 Millbrook Oaks Drive Lakeland, Florida 33813

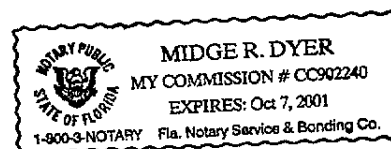
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization on this 21 day of March, 2000.

  
Nicholas J. Troiano  
Authorized Agent for Members

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of March, 2000, by Nicholas J. Troiano, as the authorized agent for the members of Hart Lake Associates, L.L.C., ☒ who is personally known to me or ☐ who has produced a valid drivers license as identification and who did not take an oath.

  
Notary Public MIDGE R. DYER  
My Commission Expires:



FILED  
00 MAR 22 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

00 MAR 22 PM 3:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of **Hart Lake Associates, L.L.C.**, 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 of 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 his or her duties, and is familiar with and accept the obligations of the position of registered agent.



Nicholas J. Troiano  
Registered Agent