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Florida Department of State
Division of Corporations
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To:

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From:

Account Name : ANNIS, MITCHELL, COCKEY, EDWARDS, & ROEHN, P.A.
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LIMITED LIABILITY COMPANY

Northside LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
NORTHSIDE LLC**

STATE OF FLORIDA
 DIVISION OF CORPORATIONS
 00 APR -6 AM 11:00

1. Name. The name of this limited liability company is Northside LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing address and street address of the Company's principal office is 1515 Ringling Blvd., Suite 890, Sarasota, Florida 34236.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Larry Geimer. The street address of the initial registered agent of the Company is 1515 Ringling Blvd., Suite 890, Sarasota, Florida 34236.

6. Management of the Company. The management of the Company is reserved to its members.

7. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

8. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

9. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

10. Certificated Interests. The members' interests in the Company may be evidenced by certificates.

11. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the nontransferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and

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the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization on the 31st day of March, 2000.

LMBC Investments Ltd., Sole Member

By: David Whealy
Name: David Whealy
Its: President

FILED BY STATE
CORPORATION DIVISION
00 APR -6 AM 11:00

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Larry Geimer, Registered Agent

Dated: MARCH 22, 2000

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00 APR -6 AM 11:00
STATE OF FLORIDA
DIVISION OF CORPORATIONS

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