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Division of Corporations

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**((H00000029020 5)))**

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**To:**

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**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**

**Glen at Masons Creek, LLC**

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P. 02



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 26, 2000

BROAD AND CASSEL

SUBJECT: GLEN AT MASONS CREEK, LLC  
REF: W00000013656

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.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6967.

Michelle Hodges  
Document Specialist

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Letter Number: 900A00030223

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Florida Dept. of State Electronic Filing

Facsimile Audit No. H00000029020 5**ARTICLES OF ORGANIZATION****OF****GLEN AT MASONS CREEK, LLC**

The undersigned acting as the organizer of Glen at Masons Creek, LLC, 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 Glen at Masons Creek, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the limited liability company is 604 S. Lake Sybelia Drive, Maitland, Florida 32751.

**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 its Members and the name and address of the initial Member is:

<u>NAME</u>	<u>ADDRESS</u>
Edmund P. Hampden, as Trustee of the Edmund P. Hampden Revocable Trust dated April 30, 1986	604 S. Lake Sybelia Drive Maitland, Florida 32751

Upon unanimous vote of the Members, the Company may be managed by a Manager, who shall be elected as described in the Operating Agreement.

**ARTICLE V - Admission of Additional Members:**

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

Attorney Name: Gene E. Crick, Esq.  
Broad and Cassel - Attorneys at Law  
390 North Orange Avenue, Suite 1100  
Orlando, Florida 32801  
Telephone: (407) 839-4200  
Florida Bar No.: 0972258

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Facsimile Audit No. H00000029020 5**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 Edmund P. Hampden and the street address of the Company's initial registered office is 604 S. Lake Sybelia Drive, Maitland, Florida 32751.

**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 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 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 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.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization as of this 26<sup>th</sup> day of May, 2000.

By:

Edmund P. Hampden  
Edmund P. Hampden, as Trustee of the Edmund P.  
Hampden Revocable Trust dated April 30, 1986,  
Member

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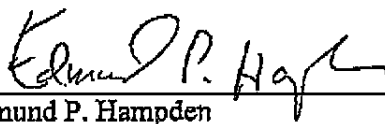
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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 Glen at Masons Creek, LLC
2. The name and address of the registered agent and office is:

Edmund P. Hampden  
604 S. Lake Sybelia Drive  
Maitland, Florida 32751

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.

  
Edmund P. Hampden

Dated as of the 26<sup>th</sup> day of May, 2000.

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