

SHEPPARD, BRETT, STEWART, HERSCH & KINSEY, P.A.

ATTORNEYS AT LAW

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FORT MYERS, FLORIDA 33908
(941) 489-1277 PHONE
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OF COUNSEL
JOHN W. SHEPPARD *

PLEASE REPLY TO:
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FORT MYERS, FL 33902

ELECTRONIC MAIL:
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JOHN K. WOOLSLAIR (1908-1968)
W. A. SHEPPARD (1898-1971)

- * BOARD CERTIFIED: WILLS, TRUSTS & ESTATES
- † LLM TAXATION
- CERTIFIED PUBLIC ACCOUNTANT (FL)
- ALSO ADMITTED IN SOUTH CAROLINA
- + ALSO ADMITTED IN IOWA

May 17, 2000

Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

800003262488--6
-05/22/00--01148--003
****155.00 ****155.00

Re: GRW ASSOCIATES, L.L.C.

Dear Sirs:

Enclosed herewith are proposed Articles of Organization in reference to the captioned Limited Liability Company. Also enclosed is our check in the amount of \$155.00 to cover the following:

Filing Fee	\$ 100.00
Certified Copy of Charter	\$ 30.00
Resident Agent Fee	\$ 25.00
	<u>\$ 155.00</u>

FILED
00 JUN -2 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If the Articles of Organization meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Organization.

Very truly yours,

SHEPPARD, BRETT, STEWART, HERSCH & KINSEY, P.A.

Jay A. Brett

JAB:dlb

Enclosures

cc: Dr. Ronald D. Gardner
B-3166

LOD-6404

Name	Alto-2
Availability	
Document	
Other	
Verifier	
Acknowledgment	
W. P. Vermyer	



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 26, 2000

JAY A. BRETT
SHEPPARD, BRETT STEWART
P.O. DRAWER 400
FORT MYERS, FL 33902

SUBJECT: GRW ASSOCIATES, L.L.C.
Ref. Number: W00000013591

We have received your document for GRW ASSOCIATES, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 620.108, Florida Statutes, requires the registered office and registered agent be included in the certificate.

The document must contain the names and street addresses of the members or managers of the limited liability company.

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

Letter Number: 600A00030118

00 JUN -2 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

SHEPPARD, BRETT, STEWART, HERSCH & KINSEY, P.A.

ATTORNEYS AT LAW

Firm Established 1924

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN - 2 - PM 2:22

FILED

May 31, 2000

Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: GRW ASSOCIATES, L.L.C.

Dear Sirs:

In accordance with your letter of May 26th, I enclose herein revised Articles of Organization for GRW Associates, L.C., for filing.

If the Articles of Organization now meet with your approval, we will appreciate your filing same and returning to the undersigned a Certificate of Organization.

Very truly yours,

SHEPPARD, BRETT, STEWART, HERSCH & KINSEY, P.A.


Jay A. Brett

JAB:dlb
Enclosures
B-3166

ARTICLES OF ORGANIZATION

OF

GRW ASSOCIATES, L.L.C.

FILED
00 JUN - 2 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, RONALD D. GARDNER, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 609 hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be GRW ASSOCIATES, L.L.C., ("Company"). The principal office of the Company in Florida shall be: 2531 Cleveland Avenue, Fort Myers, Florida 33901. The mailing address of the Company in Florida is: 2531 Cleveland Avenue, Fort Myers, Florida 33901.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE AND POWERS

The general purpose for which the Company is organized is to acquire, develop, finance, remodel, own, lease, and otherwise operate real property. The Company shall also be authorized to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is: RONALD D. GARDNER, 2531 Cleveland Avenue, Fort Myers, Florida 33901.

ARTICLE V - MANAGEMENT

The Company shall be a manager-managed company, and shall be managed by RONALD D. GARDNER, whose address is: 2531 Cleveland Avenue, Fort Myers, Florida 33901. The Operation Agreement adopted by the Company may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with Florida law or these Articles of Organization.

ARTICLE VI - MEMBERS


The names and addresses of the initial members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
RONALD D. GARDNER	1205 Cleburne Drive Fort Myers, Florida 33919
PAUL JEFFREY RICHARDS	1912 S.E. 33rd Terrace Cape Coral, Florida 33904
MARK E. WEAVER	14941 Center Street Fort Myers, Florida 33905

00 JUN -2 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED


IN WITNESS WHEREOF, the undersigned members have made and subscribe these Articles of Organization at Fort Myers, Florida, for the foregoing uses and purposes this 17th day of May, 2000.



Ronald D. Gardner

STATE OF FLORIDA
COUNTY OF LEE

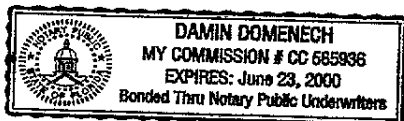
The foregoing instrument was acknowledged before me this 17th day of May, 2000 by RONALD D. GARDNER, who (X) is personally known to me or () has produced _____ as identification.



Notary Public
DAMIN DOMENECH

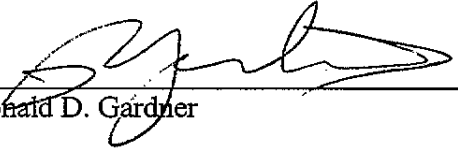
Printed Notary Signature

Comm. Expires
Comm. No.



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for GRW ASSOCIATES, L.L.C., at the place designated herein, 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. I am familiar with and accept the obligations of my position as registered agent, as provided for in Chapter 608, Florida Statutes.



Ronald D. Gardner

Date: May 17, 2000

00 JUN -2 PM 2: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED