

L00000006705

James H. Forrester, P.A. ■ CERTIFIED PUBLIC ACCOUNTANTS

May 26, 2000

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

400003270564--8  
-05/30/00--01108--004  
\*\*\*\*125.00 \*\*\*\*125.00

RE: MIDPOINT PROFESSIONAL CENTER, LLC

Gentlemen:

Attached is the original and one copy of the Articles of Organization for Midpoint Professional Center, LLC along with a check for <sup>125.00</sup> ~~\$100.00~~.

Should you need any further data, please call us.

Sincerely,

James H. Forrester, CPA, CFP

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 30 AM 10:56

FL LLC  
let 6/9  
need

W-14019

FF \$125

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Verifier
Acknowledgement
W. P. Verifier



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 1, 2000

JAMES H. FORRESTER  
1400 COLONIAL BLVD., SUITE 201  
FORT MYERS, FL 33907

SUBJECT: MIDPOINT PROFESSIONAL CENTER, LLC  
Ref. Number: W00000014019

We have received your document for MIDPOINT PROFESSIONAL CENTER, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 600A00030987

**ARTICLES OF ORGANIZATION OF  
MIDPOINT PROFESSIONAL CENTER, LLC**

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00 MAY 30 AM 10:56

**ARTICLE I – NAME**

The name of the Limited Liability Company is: MIDPOINT PROFESSIONAL CENTER, LLC

**ARTICLE II – DURATION**

The Company shall terminate thirty years from the date of filing of these Articles of Organization with the Secretary of the State of Florida.

**ARTICLE III – PURPOSE**

The Company shall have the power to engage in any lawful act for which limited liability companies may enter according to the laws of the State of Florida, including powers now and in the future permitted by law.

**ARTICLE IV – ADDRESS**

The mailing address and street address of the principal office of the Company is 6687 Kestrel Circle, Fort Myers, FL 33912.

**ARTICLE V – REGISTERED AGENT**

The name and the Florida street address of the registered agent are:

James H. Forrester  
6687 Kestrel Circle  
Fort Myers, FL 33912

**ARTICLE VI – MEMBERSHIP INTEREST**

The regulations of the Company shall provide its member's with a Certificate of Membership Interest, which will be evidence of a person's membership in the Company. Transfer of ownership interest shall only be done by cancellation of an existing Certificate of Membership Interest and issuance of another Certificate of Membership Interest. The Company shall keep a registry of all Certificate of Membership Interest issued by the Company.

## **ARTICLE VII – RIGHT OF CONTINUATION**

The remaining Members shall have the right to continue operations of the Company on the death, retirement, resignation, expulsion or any other occurrence of event which terminates an existing membership of a Member, but only on the unanimous consent of all other Members, and additionally as stated in the Company's operating agreement and regulations.

## **ARTICLE VIII – ADMISSION OF ADDITIONAL MEMBERS**

Upon unanimous consent from all the members in the Company additional members may be admitted to the Company, except as otherwise stated in the Company's operating agreement and regulations.

## **ARTICLE IX – MANAGEMENT**

The Company is to be managed by its members and each shall act as a Managing Member. The names and addresses of the Managing Members are:

James H. Forrester  
6687 Kestrel Circle  
Fort Myers, FL 33912

Sussan M. Forrester  
6687 Kestrel Circle  
Fort Myers, FL 33912

Dennis J. Fullenkamp  
4111 Orangegrope Boulevard  
North Fort Myers, FL 33903

Scott C. Whitaker  
4604 SW 5<sup>TH</sup> Avenue  
Cape Coral, FL 33914

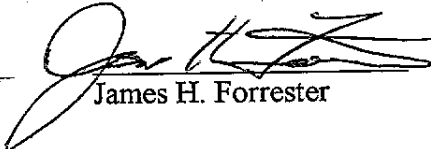
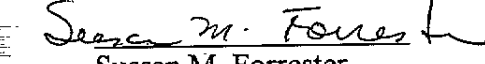


## **ARTICLE X – REGULATIONS**

The management and regulations of the Company shall be set forth by the Company's operating agreement and regulations, to the extent they are not inconsistent with these Articles or the law.

## **ARTICLE XI – CONTRIBUTIONS**

The members are contributing in the aggregate Four thousand Dollars (\$4,000) to the capital account of the company. The members shall contribute no additional capital amounts unless stated in the Company's operating agreement and regulations.

In Affirmation Whereof, and under penalty of perjury, the undersigned have executed these Articles of Organization as Members on the date noted below.

Date	Members
<u>5-26-00</u>	 James H. Forrester
<u>5-26-00</u>	 Sussan M. Forrester
<u>5-26-00</u>	 Dennis J. Fullenkamp
<u>5-26-00</u>	 Scott C. Whitaker

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

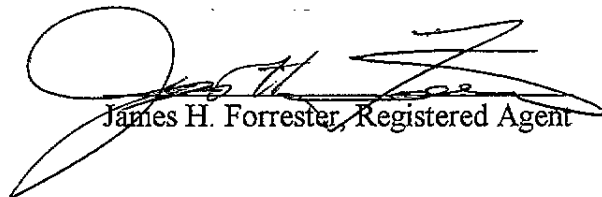
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: MIDPOINT PROFESSIONAL CENTER, LLC.

2. The name and address of the registered agent and office is:

James H. Forrester  
6687 Kestrel Circle  
Fort Myers, FL 33912

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.

  
James H. Forrester, Registered Agent

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SECRETARY OF STATE  
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00 MAY 30 AM 10:56