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Sonya Daws P.A.
Requester's Name
3838 Killearn Ct.
Address
Tallahassee, FL 32308-5246
City/State/Zip Phone #

Office Use Only

MJH

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Title on Signature
00524
00789-00524-02870-00471
(Corporation Name) (Document #)
2. (Corporation Name) (Document #) 000003320260--7
-07/12/00--01003--020
***\$125.00 ***\$125.00
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

Sonya Daws GAVE
AUTHORIZATION BY PHONE TO
CORRECT Remove Affidavit +
DATE 7-12-00 signature title
DOC. EXAM MJH

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 11 AM 10:04

RECEIVED
00 JUL 11 PM 4:46
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
SUN TERRA, L.L.C.

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under Chapter 608, Florida Statutes, the Florida Limited Liability Company Act.

ARTICLE I - NAME

The name of this limited liability company, referred to in these Articles as the "**Company**" is:

SUN TERRA, L.L.C.

ARTICLE II - DURATION

The Company shall dissolve on June 1, 2041, unless earlier terminated by proper action of the Company or any other provisions herein.

ARTICLE III - PURPOSE

The purpose for which the Company is organized is to transact any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE IV - PRINCIPAL ADDRESS

The address of the Company's initial registered agent in Florida is H.J. Royall, Jr. The address of the Company's registered office is 2949 West State Road 434, Suite 400, Longwood, FL 32779.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 11 AM 10:04

ARTICLE V - CAPITAL CONTRIBUTIONS

Contributions to the Company by each member are as follows:

H.J. Royall, Jr. has made a cash contribution of \$1,000.00.

Total additional contributions will be made as may be required for investment purposes by unanimous consent of all the members of the Company.

ARTICLE VI - MANAGEMENT

The Company is to be managed by a board of one (1) manager, the initial membership of which, who shall serve until the first annual meeting of members, is identified as follows:

H. J. Royall, Jr. - 2949 West State Road 434, Suite 400, Longwood, FL 32779.

The managers shall be elected annually by the members in the manner prescribed by and provided in the Regulations of this Company. The managers shall also hold the offices and have the responsibilities accorded to them by the members and as set out in the Regulations of the Company.

ARTICLE VII - ADMISSION OF MEMBERS

Members shall have the right to admit new members. Additional members may be admitted only on the unanimous consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

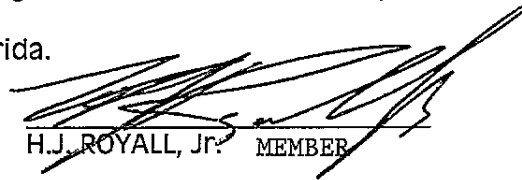
Any transfer or assignment of a member's interest in the Company shall be in accordance with the Company's operating regulations, these Articles of Organization, and the Florida Limited Liability Company Act.

ARTICLE VIII - ADDITIONAL PROVISIONS

The power to adopt, alter, amend, or repeal the Regulations of this Company is vested entirely in the members of the Company.


IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the

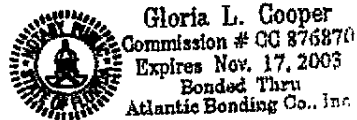
undersigned have executed these Articles of Organization on this tenth day of
July, 2000, at Longwood, Seminole County, Florida.


H.J. ROYALL, Jr. MEMBER

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared H.J. Royall, Jr.,
who executed the foregoing Articles of Organization, and who is personally known to me.

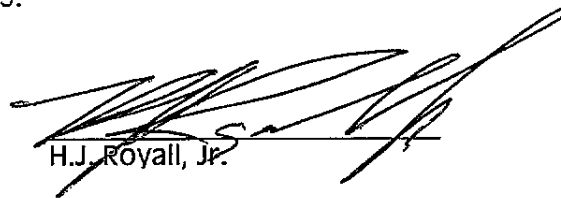

NOTARY PUBLIC
State of Florida
My commission expires:
Commission No.:



CERTIFICATE OF REGISTERED AGENT

Sun Terra, L.L.C., located at 2949 West State Road 434, Suite 400, Longwood, Florida, 32779, names **H.J. ROYALL, JR.**, as its Registered Agent in Florida to accept service of process within Florida. The address of the Registered Agent is 2949 West State Road 434, Suite 400, Longwood, FL 32779.

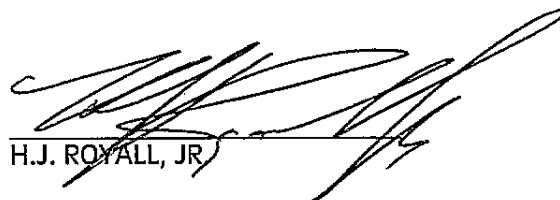
DATED this tenth day of July, 2000.



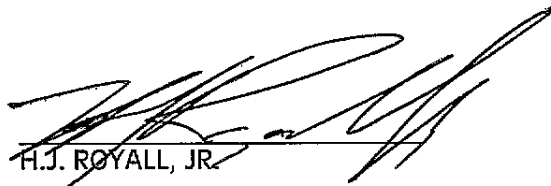
H.J. Royall, Jr.

Having been named as Registered Agent and to accept service of process for the above-named limited liability company at the address designated in this certificate, I do hereby accept the appointment as Registered Agent and agree to act in this capacity.

Dated this tenth day of July, 2000.

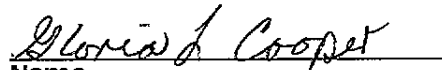


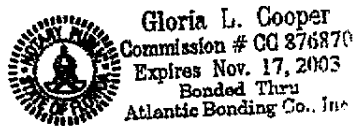
H.J. ROYALL, JR.


H.J. ROYALL, JR.

State of Florida
County of Seminole

SWORN TO and subscribed before me, this tenth day of July, 2000.


Name:
Notary Public
State of Florida
My commission #:
Expires:



REGULATIONS OF SUN TERRA, L.L.C.

In accordance with the Florida Limited Liability Company Act, the managers named in the Articles of Organization of Sun Terra, L.L.C., adopt the following Regulations of Sun Terra, L.L.C., a limited liability company referred to in these Regulations as "Company":

POWER TO SPECIFY REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations is entirely vested in the members of the Company, and managers may not alter, amend, or repeal any regulations.

MANAGEMENT RIGHTS

The right to exercise the powers of the Company and to manage the business and affairs of the Company is vested entirely in the managing board as listed in the Articles of Organization. A person may not serve as a member of the managing board unless the person is a member of the Company and has been elected by the membership to be a manager in accordance herewith.

ELECTION OF MANAGERS

Until August 1, 2001, the date of the annual meeting, the number of the managers of the Company shall be one (1). The number and membership of the managing board shall be set annually by the members. The term shall be two (2) years. Managers may also be designated by the unanimous written consent of the members.

REMOVAL OF MANAGERS

At any meeting of members called expressly for the purpose, any manager may be removed for any reason with or without cause by resolution adopted by a majority of the members.

QUORUM OF MANAGERS

At all meetings of the managers, a simple majority of the managers shall be necessary and sufficient to constitute a quorum for the transaction of business.

ACTION BY MANAGERS

An act of the managers is effective if a simple majority of the managers present vote approval of the act at a meeting at which a quorum of managers is present.

REGULAR MEETINGS OF MANAGERS

Regular meetings of the managers shall be held at 2949 West State Road 434, Suite

400, Longwood, Florida, or at such other address as may be designated by the managers. Regular meetings shall be held immediately following the annual meeting of the members and at other times as managers may determine. No notice of regular meetings of managers is required. The managers may meet telephonically for regular or special meetings.

SPECIAL MEETINGS OF MANAGERS

Special meetings of managers shall be held at 2949 West State Road 434, Suite 400, Longwood, FL, or at such other address as may be designated by the managers. Written notice shall be delivered personally to the managers or sent to each manager by U.S. Mail or facsimile machine at the manager's address as shown on the records of the Company. In cases in which the notice is mailed, it must be deposited in the U.S. Mail at least 72 hours in advance.

NOTICE OF PURPOSE OF MANAGER MEETINGS

Notice of any special meetings of the managers shall specify the purpose of the meeting.

COMPENSATION OF MANAGERS

Only the members can authorize compensation of managers.

EXECUTION OF DOCUMENT

The managers have the authority to appoint by resolution one or more of the managers to execute documents and instruments for the acquisition, mortgage or disposal of property on behalf of the Company or to take such other actions as may be necessary for the proper operation of the Company and, upon such resolution, shall separately enter the resolution on the books of the Company for documentation of that authorization.

MEETINGS OF MEMBERS

All meetings of members shall take place at 2949 West State Road 434, Suite 400, Longwood, Florida. The members are authorized to designate, from time to time, a place

or places other than that specified above as the place for meetings of the members. Members shall have an annual meeting to be held on the 1st day of August. At the annual meeting, members shall elect managers, reports of the affairs of the company shall be considered, and any other business may be transacted that is within the powers of the members. Any member may call a special meeting by giving at least ten (10) days written notice to all other members. The notice must specify the date, time and place of the special meeting and the purpose for calling the meeting. Notice of the meeting shall be delivered personally to the members or sent to each member by U.S. Mail or facsimile machine at the member's address as shown on the records of the Company. For mailed notices, the notice must be deposited in the U.S. Mail at least twelve (12) days before the time the meeting is held. The membership may meet telephonically with notice of such meeting to be the same as required herein.

QUORUM

At all meetings of the members, a simple majority of members shall be necessary and sufficient to constitute a quorum for the transaction of business.

ACTION BY MEMBERS / VOTING RIGHTS

An act of the members of record is effective if a majority of members' votes adopt the act at a meeting at which a quorum of members is present. Each member shall have one (1) vote.

ACTION BY CONSENT WITHOUT MEETING

Any action permitted to be taken by the members may be taken without a meeting if a majority of the members individually or collectively consent by signing a writing approving of the action. Any action by written consent shall have the same force and effect as a vote of the members in person.

RECORD DATE

Only persons whose names are listed as members in the official records of the Company thirty (30) days before any meeting of the members shall be entitled to notice

of or to vote at that meeting.

VOTE BY PROXY

Members may vote either in person or by proxy. Proxies must be executed in writing by the members. A telegram, telex, cablegram or similar transmission by the member, or a photographic, photostatic, facsimile or similar reproduction of a writing executed by a member is deemed an execution in writing for purposes of this regulation.

BASIS OF DISTRIBUTING COMPANY PROPERTY

The amount of cash and other assets shall be distributed to each member based on the current percentage interest of the member. As used in this regulation, the "current percentage interest" is the agreed value of contributions to the Company that have been made by the member divided by the total of all contributions made to the Company by all members, as specified in the records of the Company and as determined as of the date of the Company's most recent accounting.

INDEMNIFICATION OF MEMBERS AND MANAGERS

Each member and manager of the Company now or hereafter serving as such, shall be indemnified by the Company against any and all claims and liabilities to which he or she has or shall become subject by reason of serving or having served as such member or manager, or by reason of any action alleged to have been taken, omitted or neglected by him or her as such director or officer; and the Company shall reimburse each such person for all legal expenses reasonably incurred by him or her in connection with any such claim or liability.

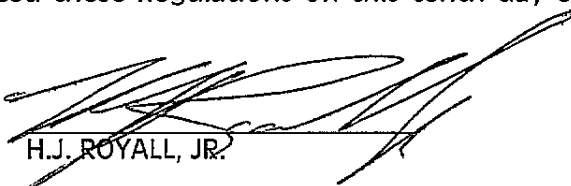
The right of indemnification hereinabove provided for shall not be exclusive of any rights to which any member or manager of the Company may otherwise be entitled by law.

COMPANY RECORDS AND REPORTS

The managers shall present at each annual meeting, and when called for by a vote of the members at any special meeting, a full, true and clear report of the business of the

Company for the period reported on, and its condition as of the date of the report. Each such report shall disclose the financial condition of the Company, any compensation paid to the managers, including salary, bonuses and other benefits, and the income and expenses of the Company for the period of the report. Such financial information may be given by means of balance sheets and statements of profit and loss, or revenue statements, prepared from and in accordance with the books of account of the Company. A copy of the annual report shall be mailed to each member of record as of twelve (12) days prior to the annual meeting in time to permit receipt of a copy of each member in the due course of the mails, prior to such meeting.

The undersigned managers have adopted these Regulations on this tenth day of July, 2000.

A handwritten signature in black ink, appearing to read "H.J. Royall, Jr.", is written over a horizontal line.

H.J. ROYALL, JR.

Manager
2949 West State Road 434, Suite 400
Longwood, FL 32779