

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

00000010132

W-20650

700003367127--5

-08/22/00--01011--031

*****15.00 *****5.00

MSJH

700003367127--5

-08/22/00--01011--030

*****155.00 *****155.00

RFW PANAMA PROPERTIES L.L.C

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 11:05
RECEIVED
00 AUG 22 AM 10:21

☐ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☒ L.C. File Cert
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☒ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

8/22/00 89:52



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 22, 2000

CAPITAL CONNECTION, INC.

SUBJECT: RFW PANAMA PROPERTIES L.L.C.
Ref. Number: W00000020650

We have received your document for RFW PANAMA PROPERTIES L.L.C. and your check(s) totaling \$170.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

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

Letter Number: 400A00045022

Corrected

RECEIVED
00 AUG 23 AM 10:22
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 AM 11:06

**ARTICLES OF ORGANIZATION
OF
RFW PANAMA PROPERTIES, L.L.C.
A LIMITED LIABILITY COMPANY**

THE UNDERSIGNED, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I - NAME

The name of the Limited Liability Company (hereinafter referred to as "Company") is **RFW Panama Properties, L.L.C.**

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is P. O. Box 67, 101 N. Main Street, Berrien Springs, MI 49103.

ARTICLE III - DURATION

The period of duration of the Limited Liability Company shall be from the date of acceptance of these Articles of Organization by the Secretary of State of the State of Florida, until the date of death of Ronald F. Westman.

ARTICLE IV - MANAGEMENT

The Limited Liability Company shall be managed by the members. The name and address of the Managing Member is:

Ronald F. Westman
101 N. Main Street
Berrien Springs, MI 49103

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

5.1 No additional member may be admitted to this Limited Liability Company without an approving vote of two-thirds (2/3) of all Members of the Company.

ARTICLE VI - LIMITATION OF AUTHORITY

No member of the Limited Liability Company shall be an agent of the Company solely by virtue of being a member, and no member shall have the authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VII - REGULATIONS

Any regulations relative to this Limited Liability Company must be in writing and signed by all of the Members.

ARTICLE VIII - EVENTS OF DISSOLUTION


The Company shall be dissolved upon the happening of any of the following:

8.1 When the period fixed for the duration of the company set forth in Article III has expired.

8.2 Upon written agreement of two-thirds of the Membership.

8.3 Upon the death, retirement, resignation, expulsion or bankruptcy of a Member or any other event which terminates the continued membership of a Member in the Company, unless the remaining Members, within ninety (90) days after the event or occurrence, unanimously elect to continue the business of the Company pursuant to the terms of these Regulations.

IN WITNESS WHEREOF, the Undersigned Member has signed these
Articles of Organization and acknowledges this to be his act this 17th day of
August, 2000.


Ronald F. Westman
Address: 101 N. Main Street
Berrien Springs, MI 49103

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR
608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED
LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT
TO DESIGNATE A REGISTERED OFFICE AND REGISTERED
AGENT IN THE STATE OF FLORIDA.**

1. The name of the Limited Liability Company is:

2. The name and the Florida street address of the Registered Agent and
Registered Office are:

**Cecilia Redding Boyd, Esq.
Bryant & Higby, Chartered
833 Harrison Avenue
Panama City, Florida 32401**

ACCEPTANCE

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.


Cecilia Redding Boyd, Esq.