

Gregory H. Fisher P.A.

L010000001488



Attorney at Law
5520 First Avenue North, St. Petersburg, Florida 33710-8006
Telephone: 727-344-5520 Facsimile: 727-381-2778
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January 16, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/19/01--01095--009
****165.00 ****155.00

RE: Tierra Verde Development

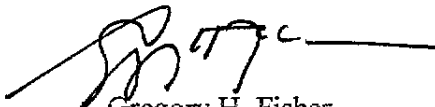
Dear Sir or Madam:

In reference to the above, I am transmitting herewith the following:

Articles of Organization of Tierra Verde Development, LLC;
Affidavit of Membership and Contributions;
Certificate of Designation of Registered Agent/Registered Office and
Check in the amount of \$165.00 (\$125.00 for the filing fee and \$30.00 for a certified copy).

If satisfactory, please furnish this office with one certified copy of the Charter. Thank you for your assistance in this matter.

Sincerely,


Gregory H. Fisher

GHF:jc
Enclosures

FILED
01 JAN 29 AM 5:00
SECRETARY OF STATE
TALLAHASSEE, FL 32304

L01-1488
CR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 22, 2001

GREGORY H. FISHER
5520 FIRST AVENUE NORTH
ST. PETERSBURG, FL 33710-8006

SUBJECT: TIERRA VERDE DEVELOPMENT, LLC
Ref. Number: W01000001557

We have received your document for TIERRA VERDE DEVELOPMENT, LLC and your check(s) totaling \$165.00. 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: 601A00003393

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01 JAN 29 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Gregory H. Fisher P.A.

Attorney at Law

5520 First Avenue North, St. Petersburg, Florida 33710-8006

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January 26, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

VIA: Federal Express

RE: Tierra Verde Development, LLC

Dear Sir or Madam:

In reference to the above, I am transmitting herewith the following:

Original Articles of Organization and Designation of Registered Agent for the above.
Your office already has a check in the amount of \$165.00 for the filing fee.

If anything further is needed, please advise. Thank you for your assistance in this matter.

Sincerely,



Gregory H. Fisher

GHF:me
Enclosure

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71 JAN 29 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
TIERRA VERDE DEVELOPMENT, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Tierra Verde Development, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 2471 McMullen Booth Road, Suite 316, Clearwater, Florida 33759.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are Michael J. LaSalla, Subway Development, 2471 McMullen Booth Road, Suite 316, Clearwater, Florida 33759.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and

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TALLAHASSEE, FLORIDA

conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Michael J. LaSalla, 2471 McMullen Booth Road, Suite 316, Clearwater, Florida 33759.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at St. Petersburg, Florida, on January 16, 2001.

Michael J. LaSalla

Valerie LaSalla

Sworn to and subscribed before me this 16 day of January, 2001, by Michael J. LaSalla and Valerie LaSalla.

Gregory H. Fisher
Notary Public -- State of Florida

Notary Printed Name

Personally Known ☒

OR

Produced Identification

Type of Identification Produced

(SEAL)



Gregory H. Fisher
MY COMMISSION # GC658457 EXPIRES
August 16, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

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01 JAN 29 PM 5:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, Tierra Verde Development, LLC, 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 Tierra Verde Development, LLC.
2. The name and street address of the registered agent in Florida are:

Michael J. LaSalla
2471 McMullen Booth Road
Suite 316
Clearwater, Florida 33759

The undersigned being the person named in the articles of organization of Tierra Verde Development, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Registered Agent
Michael J. LaSalla

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TALLAHASSEE, FLORIDA