



# L010000001950

ACCOUNT NO. : 072100000032

REFERENCE : 458374 4718535

AUTHORIZATION : *Patricia Pyjot*

COST LIMIT : \$ 55.00

ORDER DATE : March 12, 2002

ORDER TIME : 2:42 PM

ORDER NO. : 458374-005

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CUSTOMER NO: 4718535

CUSTOMER: Kevin Lottes, Esq  
Porter Wright Morris & Arthur  
Suite 300  
5801 Pelican Bay Boulevard  
Naples, FL 34108

02 MAR 12 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

DOMESTIC AMENDMENT FILING

NAME: POSSESSIONS, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER'S INITIALS:

*DB*  
*3-12-02*

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
POSSESSIONS, LLC

The undersigned, for the purpose of amending and restating in its entirety the original Articles of Organization of POSSESSIONS, LLC, a Florida limited liability company, hereby makes, acknowledges, and files the following Amended and Restated Articles of Organization pursuant to the provisions of Section 608.411 Florida Statutes.

ARTICLE I -- NAME

The name of the limited liability company shall be POSSESSIONS, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 5201 Tamiami Trail North, Naples, Florida 34103.

ARTICLE III -- DURATION

The Company commenced its existence on February 6, 2001, which is the date that the original Articles of Organization were filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida are Kevin R. Lottes, Esq., c/o Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Blvd., Suite 300, Naples, Florida 34108-2709.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous prior written consent of all members and on such terms and conditions as shall be approved by unanimous consent of all members. A member may transfer its interest in the Company only as set forth in the Operating Agreement of the Company.

ARTICLE VI -- WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company upon the unanimous prior consent of all the nonwithdrawing members of the Company.

ARTICLE VII -- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Company's

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Operating Agreement.

#### ARTICLE VIII -- MANAGEMENT

The Company shall be managed by a Manager or Managers in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned, being all of the members of Possessions, LLC has made and approved these Amended and Restated Articles of Organization on this 6<sup>th</sup> day of MARCH, 2002.

Vicki Rellas  
Vicki Rellas, Sole Member

Date: 3/6/02

APPROVED  
AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of POSSESSIONS, 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 duties, and is familiar with and accept the obligations of the position of registered agent.

Date: March 6, 2002

  
\_\_\_\_\_  
Kevin R. Lottes, Esq.

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