

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**L01000002280**

Vero Ocean Partners, LLC

500003676635--5  
-02/13/01--01044--025  
\*\*\*\*185.00 \*\*\*\*185.00

EFFECTIVE DATE  
2-12-01

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy X2
- ☐ 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

FILED  
01 FEB 13 PM 1:29  
TALLAHASSEE, FLORIDA

RECEIVED  
01 FEB 13 AM 3:40  
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

# ARTICLES OF ORGANIZATION

OF

## VERO OCEAN PARTNERS, L.L.C.,

*a Florida limited liability company*

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

### ARTICLE I—NAME

The name of the limited liability Company shall be **VERO OCEAN PARTNERS, L.L.C.**, *a Florida limited liability company* ("Company").

### ARTICLE II—ADDRESS

The mailing address and street address of the principal office of the Company is:

Suite 200  
1400 Gulf Shore Boulevard  
Naples, Florida 34102

### ARTICLE III—DURATION

The Company shall commence its existence on February 12, 2001. 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:

**JAMES C. STEWART, JR., ESQUIRE**  
**STEWART & STORTER, ATTORNEYS AT LAW**  
Suite 101  
11925 Collier Boulevard  
Golden Gate, Florida 34116-6543

## **ARTICLE V—CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth below:

**ONE HUNDRED FIFTY THOUSAND AND NO/100S DOLLARS (\$150,000.00)**

## **ARTICLE VI—ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company 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 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 majority vote of all the remaining members.

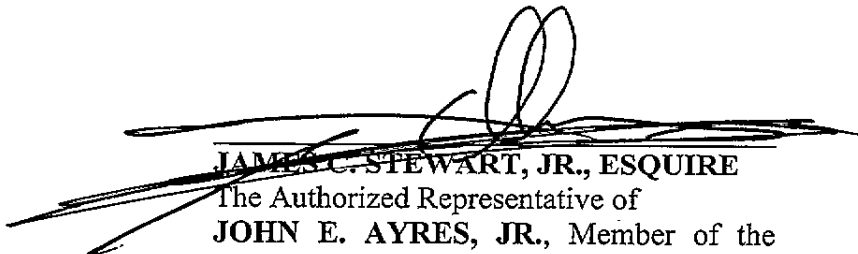
## **ARTICLE IX—MANAGEMENT**

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 are:

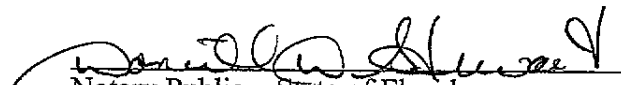
**JOHN E. AYRES, JR.**  
Suite 200  
1400 Gulf Shore Boulevard  
Naples, Florida 34102

**IN WITNESS WHEREOF**, the undersigned has made and subscribed these articles of organization at Golden Gate, Collier County, Florida, on FEBRUARY, 2001.

FILED  
FEB 13 PM 1:29  
CLERK OF DISTRICT COURT  
NAPLES, FLORIDA

  
**JAMES C. STEWART, JR., ESQUIRE**  
The Authorized Representative of  
**JOHN E. AYRES, JR.**, Member of the  
Company, Pursuant to *Florida Statutes*  
Section 608.407(1)(h)

**SWORN TO AND SUBSCRIBED** before me this 12 day of FEBRUARY, 2001, by **JAMES C. STEWART, JR., ESQUIRE**, the Authorized Representative of **JOHN E. AYRES, JR.**, Member of the Company, pursuant to *Florida Statutes* Section 608.407(1)(h).

  
Notary Public—State of Florida

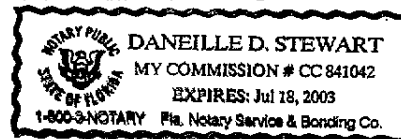
Personally Known ☒

OR

Produced Identification \_\_\_\_\_

Type of Identification Produced .....

(Seal)



FILED  
01 FEB 13 PM 1:29  
NOTARY PUBLIC, STATE  
OF FLORIDA  
TALLAHASSEE, FLORIDA

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

Under the provisions of *Florida Statutes* §§608.414 or 608.507, **VERO OCEAN PARTNERS, L.L.C.**, a *Florida 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 **VERO OCEAN PARTNERS, L.L.C.**, a *Florida limited liability company*.

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

**JAMES C. STEWART, JR., ESQUIRE**  
**STEWART & STORTER, ATTORNEYS AT LAW**  
Suite 101  
11925 Collier Boulevard  
Golden Gate, Florida 34116-6543

The undersigned, being the person named in the articles of organization of **VERO OCEAN PARTNERS, L.L.C.**, a *Florida limited liability company*, 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.



**JAMES C. STEWART, JR., ESQUIRE**  
Registered Agent

FILED  
01 FEB 13 PM 1:29  
CLERK OF STATE  
TALLAHASSEE, FLORIDA