

L01000002297

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

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

1- STELLA MARIS SEAWALL, LLC

2-

3-

4-

FILED
01 FEB 13 PM 3:56
TALLAHASSEE, FL 32304

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

300003678023--4
-02/14/01--01002--002
\$155.00 ***\$155.00

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

Examiner's Initials

SL

ARTICLES OF ORGANIZATION

OF

STELLA MARIS SEAWALL, L.L.C.

THE UNDERSIGNED certify they intend to form a limited liability company under the laws of the State of Florida and hereby declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I NAME

The name of the limited liability company (the "Company") shall be **STELLA MARIS SEAWALL, L.L.C.**

ARTICLE II ADDRESS

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

298 Stella Maris Drive South
Naples, FL 34114

ARTICLE III PURPOSES

The general nature of the business or businesses to be transacted and which the Company is authorized to transact shall be as follows:

- A. Own; operate; manage; maintain; lease; and otherwise deal with the seawall property and its appurtenances surrounding the Stella Maris fifty (50) Unit Villa Development at Port of the Islands, Collier County, Florida.
- B. To engage in any activity or business authorized under the Florida Statutes.
- C. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the state of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.

ARTICLE IV MEMBERS

There shall be two (2) classes of Members, namely:

1. Class A Members – Class A Members are one of the Owners of the Fifty (50) improved (50) Villa Lots within the Portion of Tract C of Port of the Islands (The Cays) Phase II of the Stella Maris Subdivision as recorded in Plat Book 21 at Pages 1 through 4 and Plat Book 26 at Pages 26 through 27 in the Public Records of Collier County, Florida.

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PALM BEACH, FLORIDA

2. Class B Members – The Class B Members are those under Contract to Purchase one of the Fifty (50) improved Villa lots within the Portion of Tract C of Port of the Islands (The Cays) Phase II of the Stella Maris Subdivision as recorded in Plat Book 21 at Page 1 through 4 and Plat Book 26 at Pages 26 through 27 in the Public Records of Collier County, Florida.

ARTICLE V DURATION

The duration for the Company shall be for as long as it is the owner of the seawall property surrounding the Stella Maris fifty (50) Unit Villa Development and its appurtenances.

ARTICLE VI REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent in Florida is **MICHAEL J. VOLPE, Esquire** and the address of the Company's registered agent in Florida is c/o **LAW OFFICES OF MICHAEL J. VOLPE, J.D.**, 1400 Gulf Shore Boulevard North, Suite 218, Naples, Florida 34102.

ARTICLE VII MANAGEMENT

The Company is to be managed by the members and the names and addresses of the managing members are as follows: Neil Borden, 314 Stella Maris Drive South, Naples, Florida, 34114; Richard Kungle, 321 Stella Maris Drive South, Naples, Florida 34114; James Morris, 277 Stella Maris Drive South, Naples, Florida 34114-9622; and Dale Lambert, 298 Stella Maris Drive South, Naples, Florida 34114.

ARTICLE VIII ADMISSION OF NEW MEMBERS

The existing members of the Company shall have the right to admit additional members to the Limited Liability Company, by the affirmative vote or consent of members holding two-thirds of the members' percentage interest, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

ARTICLE IX CONTINUATION OF BUSINESS OPERATIONS

The remaining members of the Limited Liability Company, by the affirmative vote or consent of members holding two-thirds of the members' percentage interest (other than the member who caused the withdrawal event) may continue the Limited Liability Company upon the death, retirement,

resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE X **TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in the Company shall not be transferred unless the transfer is approved by the members in accordance with the Company's Regulations.

12th IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this February day of February, 2001.



NEIL BORDEN

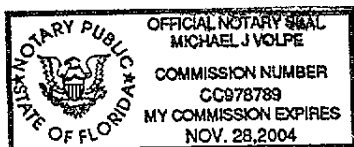
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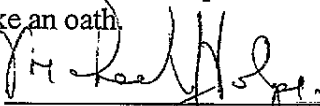
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 12th day February 2001, by **NEIL BORDEN** who is personally known to me ~~or who has produced~~ (type of identification) as identification and who ~~did~~ (did not) take an oath.

NOTE: If a type of identification is not inserted in the blank provided, then the person(s) executing this instrument was personally known to me. If the words in the parenthetical "did not" are not circled, then the person(s) executing this instrument did take an oath.

My Commission Expires:





Signature Michael J. Volpe

(Type or print name of Notary)

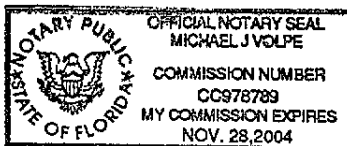

RICHARD KUNGLE

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 12th day February 2001, by **RICHARD KUNGLE**, who is personally known to me ~~or who has produced~~ (type of identification) as ~~identification~~ and who ~~did~~ (did not) take an oath.

NOTE: If a type of identification is not inserted in the blank provided, then the person(s) executing this instrument was personally known to me. If the words in the parenthetical "did not" are not circled, then the person(s) executing this instrument did take an oath.

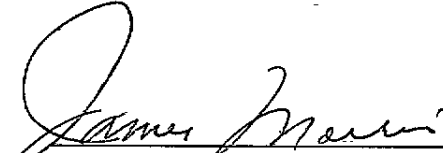
My Commission Expires:




Signature

Michael J. Volpe
(Type or print name of Notary)

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TALLAHASSEE, FLORIDA

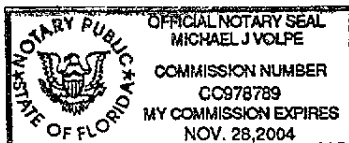

JAMES MORRIS

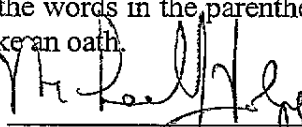
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 12th day February 2001, by **JAMES MORRIS**, who is personally known to me or ~~who has produced~~ (type of identification) as identification and who did ~~(did not)~~ take an oath.

NOTE: If a type of identification is not inserted in the blank provided, then the person(s) executing this instrument was personally known to me. If the words in the parenthetical "did not" are not circled, then the person(s) executing this instrument did take an oath.


My Commission Expires:




Signature

Michael J. Volpe
(Type or print name of Notary)

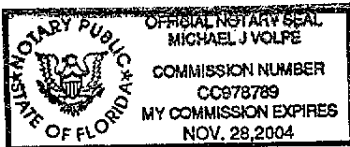
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COUNTY OF COLLIER
PALM BEACH, FLORIDA

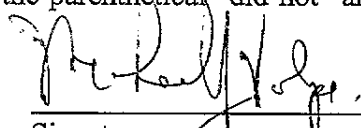

DALE LAMBERT

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 12th day February 2001, by **DALE LAMBERT**, who is known to me or ~~who has produced~~ _____ (type of identification) as identification and who ~~did~~ (did not) take an oath. NOTE: If a type of identification is not inserted in the blank provided, then the person(s) executing this instrument was personally known to me. If the words in the parenthetical "did not" are not circled, then the person(s) executing this instrument did take an oath.

My Commission Expires:




Signature _____

Michael J. Volpe
(Type or print name of Notary)

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TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the limited liability company is:

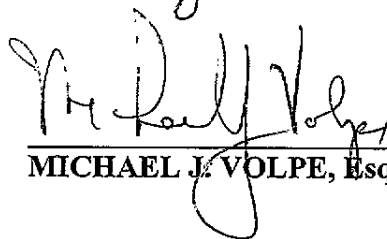
STELLA MARIS SEAWALL, L.L.C.

2. The name and address of the Registered Agent and office is:

**MICHAEL J. VOLPE, ESQUIRE
LAW OFFICES OF MICHAEL J. VOLPE
1400 Gulf Shore Boulevard, Suite 218
Naples, Florida 34102**

Having been named as Registered Agent 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.

Dated this 12th day of February, 2001.



MICHAEL J. VOLPE, Esquire

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TALLAHASSEE, FLORIDA

This instrument prepared by:
**MICHAEL J. VOLPE, ESQUIRE
LAW OFFICES OF MICHAEL J. VOLPE, J.D.
1400 Gulf Shore Blvd. North, Suite 218
Naples, Florida 34102**