

LAW OFFICE OF  
THOMAS W. FRANCHINO, P.A.

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NAPLES, FLORIDA 34102  
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February 27, 2001

Dept. of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

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-03/02/01--01062--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: New Corporation - Phoenix, L.L.C.

I have enclosed a check for \$78.75, which represents the filing fee for Phoenix, L.L.C.  
Please forward a certify copy to our office, for our records.

If you have any questions, please call the office.

Sincerely,

*Astrid Bouck*

Astrid Bouck  
Secretary to Thomas W. Franchino

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\*\*\*\*\*8.75 \*\*\*\*\*8.75

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TALLAHASSEE, FLORIDA

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-03/16/01--01007--018  
\*\*\*\*\*46.25 \*\*\*\*\*46.25

LOI-4064  
*[Signature]*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 5, 2001

THOMAS FRANCHINO, P.A.  
1250 NORTH TAMiami TRAIL, SUITE 106  
NAPLES, FL 34102

SUBJECT: PHOENIX, L.L.C.  
Ref. Number: W01000004956

We have received your document for PHOENIX, L.L.C. and check(s) totaling \$78.75 of which \$78.75 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$46.25 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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: 101A00013383

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION

### OF

### PHOENIX, L.L.C.

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 Phoenix, L.L.C.

#### ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 5790 14<sup>th</sup> Avenue N.W., Naples, FL 34119.

#### ARTICLE III - DURATION

The company shall commence its existence of the date these articles of organization are filed by the Florida Department of State. 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: Thomas W. Franchino, 1250 N. Tamiami Trail, Suite 106, Naples, FL 34102.

#### 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", AFFIDAVIT OF MEMBERSHIP.

#### 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 conditions as shall be determined by all the members. A member may transfer his or her interest in the company and the transferee shall have no right to participate in the

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STATE OF FLORIDA

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 the members 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 names and addresses of the members of the company are:

NAME	ADDRESS
Kevin McVicker	5790 14 <sup>th</sup> Avenue N.W. Naples, FL 34119
Randy Johns	4260 15 <sup>th</sup> Avenue S.E. Naples, FL 34117

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Naples, Florida, on 27 FEB 01.

[Signature]  
[Signature]

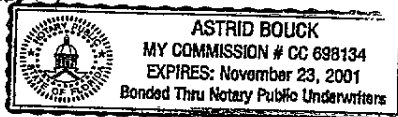
Sworn to and subscribed before me this 27<sup>th</sup> day of FEBRUARY by Randy Johns & Kevin McVicker

Astrid Bouck  
Notary Public - State of Florida

Personally Known ☒ or

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

Type of Identification \_\_\_\_\_



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MAR 15 2001  
NOTARY PUBLIC  
STATE OF FLORIDA

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


Under the provisions of F.S. 608.414 or 608.507, name Phoenix, L.L.C., 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 Phoenix, L.L.C.
2. The name and street address of the registered agent in Florida are:

Thomas W. Franchino, Esq.  
1250 North Tamiami Trail  
Suite 106  
Naples, FL 34102

The undersigned, being the person named in the articles of organization of Phoenix, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process of the above-stated company at the place designated in the articles of organization, and accepts the appointments 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.

2/27/2001

  
\_\_\_\_\_  
Registered Agent

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