

LD1000007780

Quarles & Brady LLP

4501 Tamiami Trail North
Suite 300
Naples, Florida 34103-3060
Tel 941.262.5959
Fax 941.434.4999
www.quarles.com

Attorneys at Law in:
Chicago (Quarles & Brady LLC)
Madison
Milwaukee
Naples
Phoenix
Tucson

NJH

May 8, 2001

5/14

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500004215555--1
-05/14/01--01119--011
****155.00 ****155.00

Re: Articles of Organization
White Lake Investments, LLC

Gentlemen:

Enclosed please find the following with reference to organization of White Lake Investments, LLC:

1. Original and one copy of the Articles of Organization.
2. Original and one copy of Certificate of Designation of Registered Office and Registered Agent Acceptance
3. Check payable to FL Dept. of State in the amount of \$155.00 which represents the following:

Articles of Organization Filing Fee	\$100.00
Registered Agent Fee	\$ 25.00
Certified Copy of Articles	<u>30.00</u>
Total enclosed:	\$155.00

If you find these enclosures to be in order, please file the same and return one certified copy to this office. If you have any questions, please contact me at 941-434-4931. Thank you for your assistance in this matter.

Sincerely yours,

QUARLES & BRADY LLP

Thomas E. Maloney
Thomas E. Maloney

TEM/kp
Enclosures

01 MAY 14 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FILED

01 MAY 14 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
WHITE LAKE INVESTMENTS, LLC

Pursuant to Chapter 608 of Florida Statutes, the undersigned do hereby certify that we have associated ourselves for the purpose of doing business as a Limited Liability Company under the laws of Florida, and do hereby further certify that the following are our Articles of Organization:

1. The name of the Limited Liability Company is **White Lake Investments, LLC**, and is hereinafter sometimes referred to as the "Company."
2. The period of duration of this Limited Liability Company shall be from the time and date these Articles are filed with the Florida Department of State until December 31, 2035, however, by unanimous consent of the Members, the duration may be extended for such time as the Members specify.
3. The mailing address and street address of the principal office of the Limited Liability Company is 2666 Airport Road South, Naples, Florida 34112.
4. The company shall have for its initial registered agent Brad Black, whose mailing and street address is 2666 Airport Road South, Naples, Florida 34112. Acceptance of said position is reflected in the Certificate of Designation of Registered Office and Registered Agent that accompanies these Articles of Organization.
5. The members shall have the right to admit additional members only upon the unanimous consent of the members.
6. On the death or resignation of a Member, or upon the happening of any other event which terminates the continued membership of a member, the remaining members shall have the right to continue the business of the company.

7. The Limited Liability Company is to be managed by its members, and the names and addresses of its two initial members are:

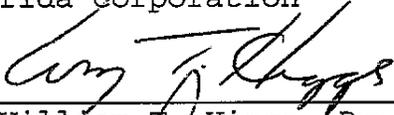
POWER CORPORATION,
a Florida Corporation
(The Owner of a 50% Interest In The Company)
2666 Airport Road South
Naples, Florida 34112

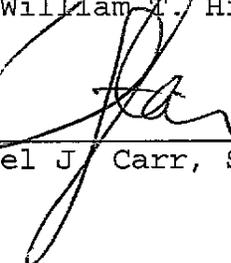
MICHAEL J. CARR, SR.
(The Owner of a 50% Interest In The Company)
11466 Longshore Way W.
Naples, Florida 34119

8. The Members shall adopt an Operating Agreement which shall further define the rights and obligations of the members and the procedures by which the Company shall be governed.

Dated this 30th day of APRIL, 2001.

POWER CORPORATION
a Florida corporation

BY: 
William T. Higgs, President


Michael J. Carr, Sr.

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on the 26 day of April, 2001, by WILLIAM T. HIGGS as President of POWER CORPORATION, a Florida corporation, who is personally known to me, or has produced _____ as identification (check one).



Carol Ann Antfeld
Notary Public
CAROL ANN ANTFELD

Print Name of Notary Public
My Commission Expires

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on the 30 day of April, 2001, by MICHAEL J. CARR, SR, who is personally known to me, or has produced _____ as identification (check one).



Carol Ann Antfeld
Notary Public
CAROL ANN ANTFELD

Print Name of Notary Public
My Commission Expires

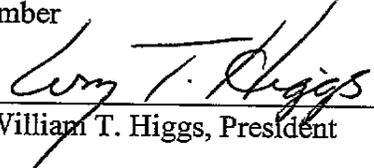
**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, FOR THE COMPANY IN THE STATE OF FLORIDA

The name of the limited liability company is **WHITE LAKE INVESTMENTS, LLC**

The name of the initial registered agent of the limited liability company is Brad Black, 2666 Airport Road South, Naples, Florida 34112. The Registered Office for the Company is 2666 Airport Road South, Naples, Florida 34112.

WHITE LAKE INVESTMENTS, LLC
BY: Power Corporation, the Presiding
Member

By 
William T. Higgs, President

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.


BRAD BLACK, Registered Agent

Date: April 30, 2001