



L010000010/32

ACCOUNT NO. : 072100000032

REFERENCE : 195899 7103152

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 155.00

ORDER DATE : June 21, 2001

ORDER TIME : 9:19 AM

ORDER NO. : 195899-005

CUSTOMER NO: 7103152

CUSTOMER: Ms. Susan Copeland  
Goodlette Coleman & Johnson,  
P.a.  
Suite 300  
4001 Tamiami Trail North  
Naples, FL 34103

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 JUN 22 PM 1:00  
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DOMESTIC FILING

NAME: BEACH TO BAY, L.L.C.

EFFECTIVE DATE:

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XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

*JB*  
*6-22-01*

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AND  
FILED  
01 JUN 22 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
BEACH TO BAY, L.L.C.**

The undersigned, being an initial Member of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company:

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") shall be BEACH TO BAY, L.L.C.

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company shall be 610 West Street, Naples, Florida 34108.

**ARTICLE III  
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office and initial registered agent of the Company is Goodlette, Coleman & Johnson, P.A., 4001 North Tamiami Trail, Suite 300, Naples, Florida 34103, and the name of the initial registered agent at such address is Kevin G. Coleman.

**ARTICLE IV  
ADMISSION OF MEMBERS**

The Members of the Company may admit new Members to the Company upon the prior written consent of all then-existing Members of the Company. Newly admitted Members shall have all of the rights and privileges of other Members of the Company.

**ARTICLE V  
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing of these Articles.

**ARTICLE VI  
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or any other event that would terminate the continued membership of the Member in the Company, the remaining Members, if any, shall have the right to continue the business of the Company upon the unanimous written consent of all remaining Members.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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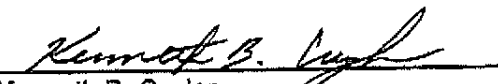
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AND  
FILED

## ARTICLE VII MANAGEMENT

The Company will be managed by its Members. The initial number of Members of the Company shall be five (5). The number of Members may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. The names and addresses of the Members who shall serve as the initial Members are:

- (1) Kenneth B. Cuyler  
610 West Street  
Naples, Florida 34108
- (2) Barbara A. Cacchione  
610 West Street  
Naples, Florida 34108
- (3) Mark C. Pirozzi  
925 Sandin Road  
Akron, Ohio 44333
- (4) Philomena D. Pirozzi  
925 Sandin Road  
Akron, Ohio 44333
- (5) Susan Piper  
4489 Groveland Road  
University Heights, Ohio 44188

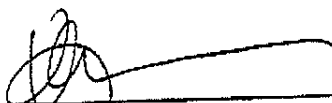
IN WITNESS WHEREOF, the undersigned, being an initial Member of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 21<sup>st</sup> day of June, 2001.

  
Kenneth B. Cuyler

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AND  
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TALLAHASSEE, FLORIDA

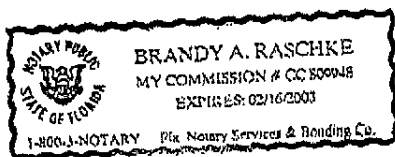
**ACCEPTANCE BY REGISTERED AGENT**

I, Kevin G. Coleman, having been duly designated to act as registered agent and to accept service of process for Beach to Bay, L.L.C., a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.

  
Kevin G. Coleman

State of Florida  
County of Collier

The foregoing instrument was acknowledged before me this 21 day of June, 2001, by Kevin G. Coleman, who is personally known to me or has produced a Florida drivers license as identification.



  
Notary Public  
State of Florida at Large  
My Commission Expires:

(Notary Seal)

APPROVED  
AND  
FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA