

CAPITAL CONNECTION, INC.

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

LO1000012199

Bay Crossing Realty LLC

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-07/23/01--01067--006
*****125.00 *****125.00

- ____ 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 _____
- ____ 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 _____

01 JUL 25 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 JUL 23 AM 11:01

ACKNOWLEDGE
TO AGENCY OF FILING

WAX-16889

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 23, 2001

CAPITAL CONNECTION, INC.

SUBJECT: BAY CROSSINGS REALTY, LLC
Ref. Number: W01000016889

We have received your document for BAY CROSSINGS REALTY, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

The registered agent must sign accepting the designation.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 101A00042777

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BAY CROSSINGS REALTY, LLC.**

(A Limited Liability Company)

We, the undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization:

ARTICLE I.

The name of the limited liability company is BAY CROSSINGS REALTY, LLC.

ARTICLE II.

The period of duration of the limited liability company shall commence on the date of filing of these Articles of Organization with the Florida Secretary of State unless dissolved in accordance with applicable law or pursuant to the rights of members as granted in the Operating Agreement of the company.

ARTICLE III.

The limited liability company is organized for profit and the nature of its business purpose is to enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm association or corporation, municipality, county, parish, territory, government or other municipal or governmental subdivision; to engage in any other lawful act or activity for which limited liability companies may be organized under the laws of the State of Florida; to have and to exercise all the powers conferred by the laws of Florida upon limited liability companies formed under the laws pursuant to and under which this company is formed, as such laws are now in effect or may at any time hereafter be amended.

ARTICLE IV.

The address and county of the registered office of the limited liability company in the State of Florida is at 26251 South Tamiami Trail, #6, Bonita Springs, Florida 34135, Lee County, Florida and the name of its initial resident agent at the address is Rebecca Schumacher.

The registered office and mailing address are the same.

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TALLAHASSEE, FLORIDA

ARTICLE V.

The business of the company shall be managed by the principals who shall have the power to make, alter and repeal the Operating Agreement of the company in the manner provided therein. In the event any principal is not a natural person, then such principal may designate one or more individuals to represent such principal in the management of the company.

ARTICLE VI.

The initial principals and their addresses are:

Laurie Lundgren
10171 Oak Hollow Court
Bonita Springs, Florida 34135

R. Michael O'Malley
4021 Arrowwood Court
Bonita Springs, Florida 34134

Leroy Mahan
28044 Cavendish Court, #5804
Bonita Springs, Florida 34135

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TALLAHASSEE, FLORIDA

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ARTICLE VII.

The principals shall not be subject to the payment of company debts to any extent whatsoever.

ARTICLE VIII.

No other personal or entities may be admitted as a principal of the company without the prior written consent of all principals then existing. No principal may assign, convey or transfer principalship in the company without the prior written consent of each other principal, except as may be provided in the Operating Agreement.

ARTICLE IX.

Upon the death, retirement, resignation, expulsion, bankruptcy or other event causing termination of a principal's interest in the company, the company shall be

dissolved as provided under the laws of the State of Florida; unless the principals elect to continue the company in accordance with the terms of the Operating Agreement.


ARTICLE X.

The federal and state income tax purposes the company intends and elects to be classified as a partnership.

ARTICLE XI.

As used herein the term "Majority in Interest" shall mean any group of the principals (excluding any principal who at such time is deemed to be in default in the Operating Agreement) holding an aggregate of more than 50% of the Percentage Interests (as defined in the Operating Agreement) (excluding the entire Percentage Interest of any principal who at such time is deemed to be in default of the Operating Agreement) as determined at the time such Majority in Interest provisions provision applies.

IN WITNESS WHEREOF, Carol R. Brugger, as agent for the principals and Bay Crossings Property Management, LLC, has executed this instrument this 20th day of July, 2001.

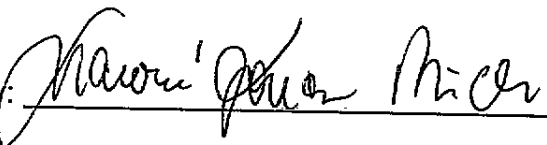

Carol R. Brugger

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF LEE

BE IT REMEMBERED, that on this 20th day of July, 2001, before me, the undersigned, a Notary Public in and for the county and state aforesaid, came Carol R. Brugger, as agent for the principals and Bay Crossings Property Management, LLC. who is personally known to me and who executed the foregoing instrument in writing, and such person duly acknowledged the execution of the same.



By: 

01 JUL 25 14:11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED 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:

BAY CROSSINGS REALTY, LLC

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

**Rebecca Schumacher
28044 Cavendish Court, #5804
Bonita Springs, Florida 34135**

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, 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 as provided for in Chapter 608, F.S..


Rebecca Schumacher

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AND
FILED
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