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CARLTON  
LAKES

9/26

September 5, 2001

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

off  
00789-02870-00670

FILED

RE: Articles of Organization Initial Filing

Dear Division of Corporations:

Enclosed please find the following:

1. Articles of Organization for a Florida Limited Liability Company.
2. Affidavit of Membership and Contributions.
3. Certificate of Designation of Registered Agent/Office.
4. -A check in the amount of \$346.25 for filing fees.

W01-21240

400004578104--  
-09/10/01--01089--004  
\*\*\*\*346.25 \*\*\*\*160.00

Please register this Limited Liability Company in the State of Florida. Please send me a certified copy of the filing, and a Certificate of Status. If you have any questions, you may call me at the numbers below. Thank you in advance for your cooperation.

Sincerely,

*Jack Sterling*  
Jack Sterling, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 SEP 26 AM 11:03

FILED



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 12, 2001

JACK STERLING  
CARLTON LAKES  
6025 CARLTON LAKES BLVD.  
NAPLES, FL 34110

SUBJECT: GILES DEVELOPMENT V, L.L.C.  
Ref. Number: W01000021240

We have received your document for GILES DEVELOPMENT V, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 601A00051317

## **Articles of Organization For Florida Limited Liability Company**

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 1 – NAME**

The name of the Limited Liability Company is:

Giles Development V, L.L.C., hereinafter “Company”.

### **ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

6025 Carlton Lakes Blvd.  
Naples, FL 34110

### **ARTICLE III – DURATION**

The company shall commence its existence on that date that these Articles of Organization are filed by the Florida Department of State. The Company’s existence shall terminate not later than December 31, 2020, unless the Company is earlier dissolved as provided in these Articles of Organization.

### **ARTICLE IV –TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, bankruptcy, retirement, insanity, resignation, expulsion or dissolution of any member or manager, or upon 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 the consent of all the remaining members, provided there is at least one remaining member.

### **ARTICLE V – ADMISSION OF NEW MEMBERS**

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 of the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business or affairs of Company or become a member unless all the other members of the Company other than the member proposing of his or her interest approve of the proposed transfer by unanimous written consent.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI – MANAGEMENT**

The Company is to be managed by a Managing Member and the name and address of such Managing Member is:

Robert G. Claussen  
6025 Carlton Lakes Blvd.  
Naples, FL 34110


The Managing Member shall hold the exclusive voting interest in the Company and the exclusive power to adopt, alter, amend or repeal the regulations of the Company.

**ARTICLE VII – REGISTERED AGENT AND OFFICE**

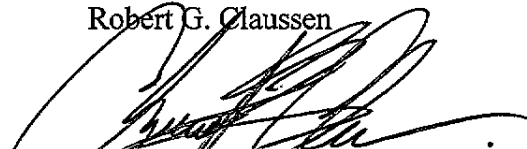
The Certificate of Designation of Registered Agent/Registered Office for the Company is attached hereto and incorporated herein as Exhibit "B".

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization on the 1<sup>st</sup> Day of September, 2001.

**ORGANIZER:**

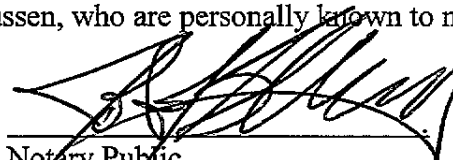
  
Robert G. Claussen

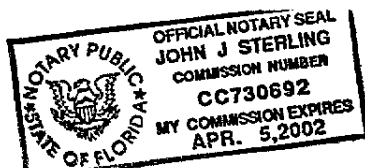
**ORGANIZER:**

  
Christopher G. Claussen

STATE OF FLORIDA  
COUNTY OF COLLIER

SWORN TO AND SUBSCRIBED before me this 1<sup>st</sup> day of September, 2001 by Robert G. Claussen and Christopher G. Claussen, who are personally known to me.

  
Notary Public



## EXHIBIT "B"

### 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 AGENT AND A REGISTERED OFFICE IN THE STATE OF FLORIDA.

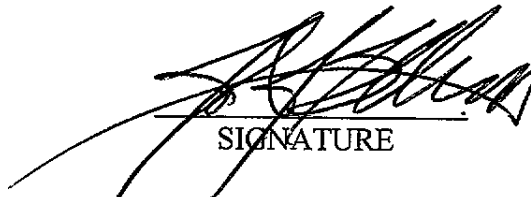
1. The name of the Limited Liability Company is:

Giles Development V, L.L.C.

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

Jack Sterling  
6025 Carlton Lakes Blvd.  
Naples, FL 34110

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.



SIGNATURE