

Division of Corporations

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Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : STEWART, NALL, EVANS & HAFNER, P.A.
Account Number : I19990000118
Phone : (561)231-3500
Fax Number : (561)231-9876

LIMITED LIABILITY COMPANY

VILLA VILLACOOA, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION FOR
VILLA VILLACOOA, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I. - Name

The name of the Limited Liability Company shall be:

VILLA VILLACOOA, LLC

ARTICLE II. - Duration:

The company shall commence its existence on 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 III. - Address:

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

3355 Ocean Drive
Vero Beach, FL 32963

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FILED
STATE OF FLORIDA
CLERK OF THE COURT
VILLA VILLACOOA, LLC
01 OCT 24

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ARTICLE IV. - Registered Office and Agent:

The name and street address of the Registered Agent of the company in the state of Florida are:

William J. Stewart
3355 Ocean Drive
Vero Beach, FL 32963

01 OCT 24
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

ARTICLE V. - Capital Contributions:

The member of the company shall contribute to the capital of the company the cash or property set forth in the regulations.

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 member 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 as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless either the member transferring the interest is the sole member of the company or all of the members of the company other than the

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member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII. - Purposes and Powers

The company is formed for the purposes set forth in the regulations and shall have the same powers as an individual to do all things necessary to carry out its business and affairs.

ARTICLE IX. - Member's 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 the unanimous vote of all of the remaining members.

ARTICLE X. - 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 of management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the member of the company are:

William J. Stewart
3355 Ocean Drive
Vero Beach, FL 32963

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IN WITNESS WHEREOF the undersigned organizer has made and subscribed these Articles of Organization this 24th day of October, 2001.

William J. Stewart
William J. Stewart

01. OCT 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF Indian River

The foregoing instrument was acknowledged before me, a Notary Public of the State of Florida, this 24th day of October, 2001, by, William J. Stewart. He () has produced _____ as identification; or (X) is personally known to me.



[SEAL]

Whitney Cuffe
Notary Public
Printed: Whitney E. Cuffe
My commission expires: 7-27-04

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**ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOR VILLA VILLACOOOLA, LLC**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 FLORIDA
STATUTES, THE UNDERSIGNED ACCEPTS THE DESIGNATION OF
REGISTERED AGENT IN THE STATE OF FLORIDA FOR VILLA VILLACOOOLA,
LLC.**

1. The name of the Limited Liability Company is:

VILLA VILLACOOOLA, LLC

2. The name and street address of the Registered Agent of the company
in the state of Florida are:

William J. Stewart
3355 Ocean Drive
Vero Beach, FL 32963

*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.*

By: 
William J. Stewart
Registered Agent

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01 OCT 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA