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**Florida Department of State**

**Division of Corporations**

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**AL**

**LIMITED LIABILITY COMPANY**

**WestPoints Development, L.L.C.**

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**ARTICLES OF ORGANIZATION  
OF  
WESTPOINTS DEVELOPMENT, L.L.C.**

*The undersigned being a Member ("Member"), 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 is WestPoints Development, L.L.C. ("Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company shall be 1004 Collier Center Way, Suite 100, Naples, Florida 34110.

**ARTICLE III - Duration**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of duration of the Company shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV - Purpose**

The Company is formed for the object and purpose of, and the nature of the business to be conducted and promoted by the Company is, engaging in any lawful act or activity for which limited liability companies may be organized under the laws of the State of Florida.

**ARTICLE V - Management**

The Company shall be managed by the Members in accordance with the regulations adopted by the Members for the management of the business and affairs of the Company. The name and addresses of the managing members are as follows:

John Miller, II  
1004 Collier Center Way, Suite 100  
Naples, Florida 34110

John Charles Miller  
1004 Collier Center Way, Suite 100  
Naples, Florida 34110

Articles of Organization of WestPoints Development, L.L.C.

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Matthew T. Miller  
1004 Collier Center Way, Suite 100  
Naples, Florida 34110

Terry Janitz  
1004 Collier Center Way, Suite 100  
Naples, Florida 34110

These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

#### **ARTICLE VI - Admission of Additional Members**

One or more additional Member of the Company may be admitted to the Company with the consent of all of the Members.

#### **ARTICLE VII - Dissolution**

The Company shall be dissolved and its affairs shall be wound up upon the first to occur of the following: (a) the written consent of all of the Members or (b) the resignation, bankruptcy or death of all of the Members or the occurrence of any other event which terminates the continued Membership of all of the Members in the Company.

#### **ARTICLE VIII - Registered Office and Agent**

The name and street address of the initial registered agent of the Company in the State of Florida is Judith E. McCaffrey, 5811 Pelican Bay Boulevard, Suite 206-A, Naples, Florida 34108.

#### **ARTICLE IX - Capital Contribution**

The Members have contributed \$1,000 each in cash, and no property, to the Company.

#### **ARTICLE X - Additional Capital Contributions**

The Members may, but are not required to, make any additional capital contribution to the Company.

#### **ARTICLE XI - Indemnification**

The Company may indemnify any manager, employee or agent of the Company to the full extent permitted by law.

Articles of Organization of WestPoints Development, L.L.C.

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IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Naples, Florida, on this 29th day of October, 2001.

By: \_\_\_\_\_

Matthew T. Miller

I hereby accept my designation as resident agent and agree to serve as the resident agent of WestPoints Development, L.L.C. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for WestPoints Development, L.L.C.

\_\_\_\_\_  
Judith E. McCaffrey - Registered Agent

Dated: October 29, 2001

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