

Division of Corporations

Page 1 of 2

L020000004526

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000043934 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : GREEN SCHOENFELD & KYLE LLP
Account Number : I20000000177
Phone : (941)936-7200
Fax Number : (941)936-7997

LIMITED LIABILITY COMPANY

Wahoo Investments, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$160.00 |

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 FEB 25

AL

RECEIVED
02 FEB 25 PM 3:38
DIVISION OF CORPORATION

H02000043934 7

Articles of Organization

of

Wahoo Investments, LLC

A Florida Limited Liability Company

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 25

1. **Name.** The name of this limited liability company is Wahoo Investments, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 608, Florida Statutes.

2. **Duration.** The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. **Place of Business.** The mailing address and street address of the Company's principal office is 15920 Country Court, Fort Myers, Florida 33912.

5. **Registered Agent and Office.** The name of the initial registered agent of the Company is Tony Ceppaluni. The street address of the initial registered agent of the Company is 15920 Country Court, Fort Myers, Florida 33912.

6. **Management of the Company.** The Company shall be managed by its members and is, therefore, a member-managed company.

7. **Additional Members.** Except as otherwise provided in an Operating Agreement adopted for the Company, additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

8. **Operating Agreement.** The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.

9. **Voting.** The Company is authorized to issue membership units with voting rights and membership units without voting rights.

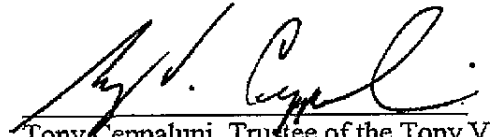
10. **Certificated Interests.** The members' interests in the Company may be evidenced by certificates.

11. **Transfer of Interest.** Except as otherwise provided in an Operating Agreement adopted for the Company, no member shall have the right to transfer any

H02000043934 7

interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of February 22, 2002. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Tony Ceppaluni, Trustee of the Tony V.
Ceppaluni Revocable Trust, dated
January 22, 1998, Authorized
Representative

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 25

02/25/02 14:40 FAX 9419367997

Green Schoenfeld & Kyle

004/004

H02000043934 7

Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Tony Cappeluni, Registered Agent

Dated: February 22, 2002

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 25

H02000043934 7