

# L020000008277

**FLORIDA FILING & SEARCH SERVICES, INC.**

P.O. BOX 10662 TALLAHASSEE, FL 32302

PHONE: (850) 668-4318 FAX: (850) 668-3398

DATE: 04-03-02

NAME: ASPHALT RECYCLING REALTY, LLC

TYPE OF FILING: ARTICLES

COST:

RETURN: CERTIFIED COPY

RECEIVED  
02 APR -3 AM 10:59  
DIVISION OF CORPORATION

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Name Availability	
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ABBIE/PAUL HODGE

*Paul Hodge*

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TALLAHASSEE, FLORIDA

RA acceptance

5 pages  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 3, 2002

FLORIDA FILING & SEARCH SERVICES, INC.  
P.O. BOX 10662  
TALLAHASSEE, FL 32302

SUBJECT: ASPHALT RECYCLING REALTY, LLC  
Ref. Number: W02000009357

We have received your document for ASPHALT RECYCLING REALTY, LLC and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

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) 245-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 902A00019651

**ARTICLES OF ORGANIZATION  
OF  
ASPHALT RECYCLING REALTY, LLC**

The undersigned acting as the organizer of Cypress GP, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

**ARTICLE I - Name:**

The name of the limited liability company is ASPHALT RECYCLING REALTY, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Company is 1400 Gulf Shore Blvd., Suite 200, Naples, Florida 34102.

**ARTICLE III - Duration:**

The period of duration of for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

Unless Managers are appointed in accordance with the Operating Agreement, in which case the Company shall be managed by one or more Managers, the Company shall be managed by the Members.

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members only upon the unanimous written consent of all then existing Managers of the Company.

**ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Robert P. Grammen, a Florida residence and the street address of the Company's initial registered agent is 1400 Gulf Shore Boulevard, Suite 200, Naples, Florida 34102.

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ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote or Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

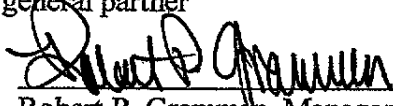
ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned, sole member acting as the organizer of the Company has executed these Articles of Organization as of April 4th, 2002.

**CYPRESS LENDING GROUP, LTD.,**  
a Florida limited partnership

By: Cypress GP, LLC,  
a Florida limited liability company,  
its general partner

By:   
Robert P. Grammen, Manager

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT\REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is ASPHALT RECYCLING REALTY, LLC.
2. The name and address of the registered agent and office is:

Robert P. Grammen  
1400 Gulf Shore Boulevard  
Suite 200  
Naples, Florida 34102

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.

Dated this 4th day of April, 2002.

  
ROBERT P. GRAMMEN

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