

# L 02000015860

TRANSMITTAL MEMORANDUM

To: Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Date: June 20, 2002

Re: S & W Realty, LLC

File No. W-52-743

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

1. Original Articles of Organization.
2. Check for \$155.00, covering;  
\$100.00 Filing Fee  
25.00 Registered Agent  
30.00 Certified Copy

300005938603--4  
-06/25/02--01005--019  
\*\*\*155.00 \*\*\*155.00

L02-15860

PLEASE TAKE THE FOLLOWING ACTION:

Please file the Articles and return one certified copy to us  
as soon as possible.

02 JUN 24 AM 9:21  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

THANK YOU.

STENSTROM, McINTOSH, COLBERT, WHIGHAM & SIMMONS, P.A.  
Attorneys at Law  
Suite 22, Sun Bank  
Post Office Box 4848  
Sanford, Florida 32772-4848  
Telephone: (407) 322-2171  
Orlando Exchange: (407) 834-5119  
FAX: (407) 330-2379

  
FRANK C. WHIGHAM, ESQUIRE

i:\fcw\corp\S & W Realty, LLC\trans.mem

4/p

ARTICLES OF ORGANIZATION

OF

S & W REALTY, LLC

We, the undersigned as organizers and members of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I

NAME

The name of the limited liability company shall be S & W REALTY, LLC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of this limited liability company is 3836 Commerce Loop, Orlando, FL 32808, and the mailing address shall be the same. This limited liability company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE III

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 3836 Commerce Loop, Orlando, FL 32808, and the name of the company's initial registered agent at that address is SAMUEL L. WOOD.

ARTICLE IV

MEMBERS AND MANAGEMENT

The management of the company is reserved to the members of the company, in proportion to their contribution to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The names and addresses of the members of the company are:

SAMUEL L. WOOD  
863 Cedar Ave.  
Orange City, FL 32763

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
02 JUN 24 AM 9:21

WALTER F. EISMANN, III  
2220 Edgar Ct.  
Oviedo, FL 32765

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE V  
DURATION

The period of duration for this limited liability company shall be perpetual from the date of issuance of a Certificated of Organization by the State of Florida.

IN WITNESS WHEREOF, the undersigned organizers have executed these Articles of Organization of S & W REALTY, LLC, on this day of June, 2002.

  
\_\_\_\_\_  
SAMUEL L. WOOD

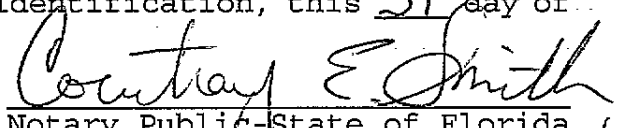
  
\_\_\_\_\_  
WALTER F. EISMANN, III

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 24 AM 9:21

STATE OF FLORIDA )  
COUNTY OF SEMINOLE )

The foregoing instrument was acknowledged before me by SAMUEL L. WOOD and WALTER F. EISMANN, III, personally known to me, or who provided FL DL as identification, this 21 day of June, 2002.

(Affix notarial seal)

  
\_\_\_\_\_  
Notary Public, State of Florida  
Print Name: Courtney E. Smith



**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

STATE OF FLORIDA     )  
COUNTY OF SEMINOLE   )

Pursuant to the provisions of Section 608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the limited liability company is **S & W REALTY, LLC.**

2. The name of the registered agent for **S & W REALTY, LLC.**, is **SAMUEL L. WOOD**, and the street address of the company's principal office where the agent is located is 3836 Commerce Loop, Orlando, FL 32808.

3. This statement is to acknowledge that, as indicated above, **S & W REALTY, LLC.**, has appointed me, **SAMUEL L. WOOD**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

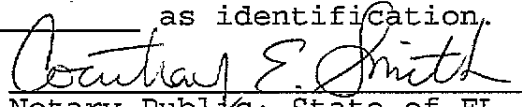
Dated this 21 day of June, 2002.

  
\_\_\_\_\_  
SAMUEL L. WOOD

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JUN 24 AM 9:27

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of June, 2002, by **SAMUEL L. WOOD**, agent on behalf of **S & W REALTY, LLC.**, a limited liability company. He is personally known to me or provided FL DL as identification.

(Affix Notary Seal)

  
\_\_\_\_\_  
Notary Public, State of FL

By: Courtney E. Smith



i:\fcw\corp\S & W REALTY , LLC\articles