

# L02000018935

FRANK J. ALOIA

*Attorney at Law*

1716 CAPE CORAL PARKWAY  
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(239) 542-9552

June 24, 2002

Secretary of State  
State of Florida  
Corporate Division  
P.O. Box 6327  
Tallahassee, FL 32314

100006060601--8  
-06/27/02--01028--002  
\*\*\*\*155.55 \*\*\*\*155.00

RE: CDG, L.C.

Dear Sir:

With regard to the above matter, please find enclosed original and one copy of Articles of Organization which I would appreciate your filing. I also enclose my trust account check in the amount of \$155.00 to cover the following costs:

Filing & Registered Agent Fee	\$125.00
Certified Copy Fee	\$ 30.00
Total	\$155.00

Please return a certified copy of the Articles of Organization to me at your earliest convenience.

Very truly yours,

Name	FRANK J. ALOIA
Availability	
Document	JA:djb
Examiner	Enc. DCC
Updater	DCC
Updater	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Organizer Signature  
not accepted

L02000018935

11 pages  
L02000018930

**FRANK J. ALOIA**

*Attorney at Law*

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July 23, 2002

Ms. Diane Cushing, Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: CDG, L.C.

Dear Ms. Cushing:

Pursuant to your letter dated 6/28/02 and our telephone conversation this date, I am enclosing original and one copy of the Articles of Organization which have been signed by Dennis Hackworth, the Member of said limited liability company.

Please file these Articles and return a certified copy of same to me at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,



FRANK J. ALOIA  
FJA:djb  
Enc.



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 28, 2002

FRANK J. ALOIA, ATTORNEY AT LAW  
P.O. BOX 100538  
CAPE CORAL, FL 33910

SUBJECT: CDG, L.C.  
Ref. Number: W02000018930

We have received your document for CDG, L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

The Signature of the Organizer is not an acceptable signature.

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: 302A00041366

**ARTICLES OF ORGANIZATION**

**OF**

**CDG, L.C.**

**a Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, of the Florida Statutes entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I**

(Name)

The name of this limited liability company shall be:

**CDG, L.C.**

**ARTICLE II**

(Duration/Continuation)

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 terminate upon the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

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TALLAHASSEE, FLORIDA

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### **ARTICLE III**

#### **(Purposes and Powers)**

The general purpose for which the Company is organized is to acquire by purchase, lease, or otherwise, and to improve and develop real property. To erect dwellings, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave, and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks and playgrounds. To buy, sell, mortgage exchange, lease, let, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved, and any right or interest therein and to transact any other lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

### **ARTICLE IV**

#### **(Principal Office and Address)**

The principal office, mailing address and street address of this company is  
**4812 Cape Coral Street, Cape Coral, Florida 33904.**

### **ARTICLE V**

#### **(Registered Office and Agent)**

The name and street address of the initial Registered Agent of this company in the State of Florida is **Dennis Hackworth, 4812 Cape Coral Street, Cape Coral, Florida 33904.**

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TALLAHASSEE, FLORIDA

**ARTICLE VI**

**(Capital Contributions)**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

**ARTICLE VII**

**(Additional Capital Contributions)**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

**ARTICLE VIII**

**(Admission of New Members)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon 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 all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLES IX**

**(Management of Company)**

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

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Company. 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. The name and address of the initial member of the company is:

<u>Name</u>	<u>Address</u>
DENNIS HACKWORTH	4812 Cape Coral St. Cape Coral, FL 33904

#### ARTICLE X

(Amendments)

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

#### ARTICLE XI

(Regulations)

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the Company by any amendments to the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

## **ARTICLE XII**

### **(Informal Action of Members)**

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

## **ARTICLE XIII**

### **(Contracting Debt)**

Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this Company, unless approved by all of the members of the Company.

## **ARTICLE XIV**

### **(Transferability of Member's Interest)**

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. 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 that Member otherwise would be entitled.

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**ARTICLE XV**


**(Withdrawal or Reduction of Member's Contributions to Capital)**

A Member shall not receive out of the Company property any part of his or her contribution to capital until:

1. all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them;
2. the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded;
3. these articles of organization are canceled or so amended as to set out the withdrawal reduction.

A Member shall be entitled to the return of his or her contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 23 day of July, 2002.

  
DENNIS HACKWORTH, Member


STATE OF FLORIDA

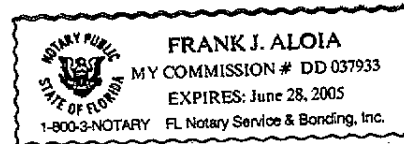
COUNTY OF LEE

Before me personally appeared DENNIS HACKWORTH, to me well known to be a Member of the above limited liability company and who subscribed the

above Articles of Organization and they each freely and voluntarily acknowledged before me that they executed the same for the uses and purposes set forth therein.

23rd IN WITNESS WHEREOF, I have set my hand and affixed my official seal this day of July, 2002.

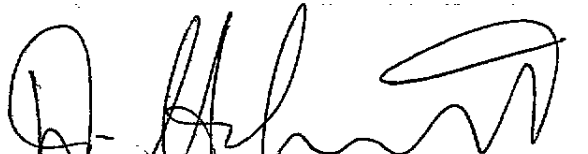
  
Notary Public



**ACCEPTANCE BY REGISTERED AGENT**

I, **DENNIS HACKWORTH**, having been named as Registered Agent to accept service of process for the above stated limited liability company, at the place designated in the Articles of Organization, 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 23 day of July, 2002.

  
**DENNIS HACKWORTH, Registered Agent**

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**EXHIBIT A**

**MEMBER NAME**

**CAPITAL CONTRIBUTION**  
(cash or property)

**DENNIS HACKWORTH**

**\$100.00**

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