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William L. Mims, Jr., P.A.
Attorney at Law

William L. Mims, Jr., Attorney

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William L. Mims, Of Counsel

August 15, 2002

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

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-08/19/02--01065--004
****125.00 ****125.00

Re: Lake Barton, LLC
Filing of Articles of Organization

Dear Sir or Madam:

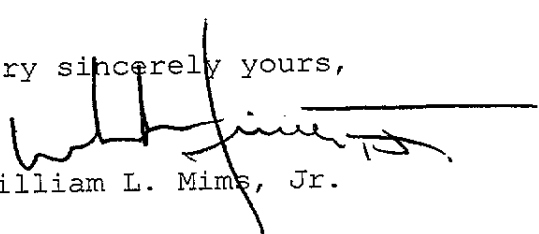
Enclosed please find the following:

1. Original Articles of Organization of Lake Barton, LLC, together with Certificate of Designation of Registered Agent and Registered Office.
2. Copy of the Articles of Organization of Lake Barton, LLC to be "date stamped" and returned to this office.
3. Client check in the amount of \$125.00 to cover your filing fees and designation of agent.

Please file the original of the enclosures, and "date stamp" the copy and return to this office so that the company records may reflect the filing of the enclosed Articles of Organization of the company.

Name	
Availability	Thank you for your courtesy and cooperation. Please let me know if you should have any questions or concerns with the
Document Examiner	Enclosures. DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgment	Enclosures DCC
WLMJr/jpm	

Very sincerely yours,


William L. Mims, Jr.

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AUG 19 2002

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Articles of ORGANIZATION
OF
LAKE BARTON, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, do hereby make, acknowledge and file the Articles of Organization.

Article 1 - NAME

The name of the limited liability company shall be LAKE BARTON, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is

5300 East Grant Street, Orlando, Florida 32812.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed with the Florida Department of State or on any other effective date as specified. The company's existence shall be perpetual unless dissolved earlier as provided in these articles of organization or in the operating agreement.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are: WILLIAM L. MIMS, JR., ESQ., 320 North Magnolia Avenue, Suite A-9, Orlando, Florida 32801.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company cash in the amount of \$200.00.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all of the members, or as provided in the operating agreement.

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TALLAHASSEE, FLORIDA
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ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the operating agreement, no additional members shall be admitted to the company except with the unanimous written consent of all of the members of the company and on such terms and conditions as shall be determined by all of 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by vote of all the remaining members.

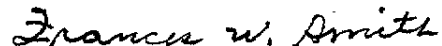
ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provision for the regulation and management of the affairs of the company not inconsistent with the law or these articles of organization. The names and addresses of the members of the company are:

<u>Name</u>	<u>Address</u>
W.A. Smith	5300 East Grant Street, Orlando, FL 32812
Frances W. Smith	5300 East Grant Street, Orlando, FL 32812

In Witness whereof, the undersigned organizers have made and subscribed these articles of organization at Orlando, Florida, on this 14 day of August, 2002.


W.A. SMITH

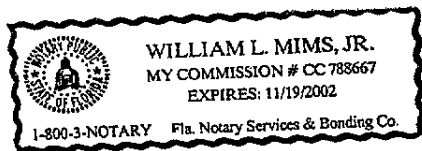

FRANCES W. SMITH

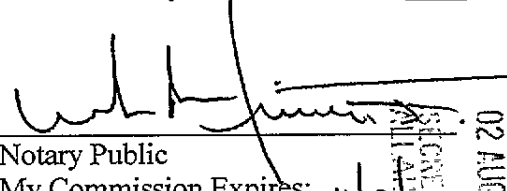
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CLERK OF COURT
JANUARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared to me **W.A. SMITH** and **FRANCES W. SMITH** known to be the persons described as members of and who executed the foregoing Articles of Organization, and who acknowledged before me that they subscribed to these Articles of Organization.

WITNESS my hand and official seal in the State and County named above this 14th day of August, 2002.




Notary Public
My Commission Expires: 11/19/2002

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TALLAHASSEE, FLORIDA

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Certificate of designation of
Registered agent/registered office

Under the provisions of Chapter 608, *Florida Statutes*, §608.414 or §608.507
LAKE BARTON, LLC submits the following statement to designate a registered office
and registered agent in the State of Florida:

1. The name of the limited liability company is **LAKE BARTON, LLC**.
2. The name and street address of the registered agent in Florida are:
WILLIAM L. MIMS, JR., ESQ.,
320 North Magnolia Avenue, Suite A-9, Orlando, Florida 32801

The undersigned, being the person named in the articles of organization of
LAKE BARTON, LLC, as the registered agent of this limited liability company, hereby
consents to accept service of process for the above-stated company at the place
designated in the articles of organization, and accepts the appointment as registered agent
and agrees to act in this capacity. The undersigned further agrees to comply with the
provisions of all statutes relating to the proper and complete performance of his or her
duties, and is familiar with and accepts the obligations of the position of registered agent.

August 14, 2002
Date



Registered Agent
WILLIAM L. MIMS, JR.

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TALLAHASSEE, FLORIDA

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