

L04000022019

Becky

(Requestor's Name)

(Address)

(Address)

Tall. FL. (422-1221)

(City/State/Zip/Phone #)

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Haben 3 Richmond

(Business Entity Name)

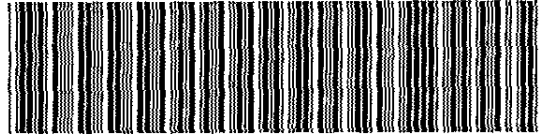
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FILED
04 MAR 22 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
04 MAR 18 PM 4:10
STATE CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten signature]



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 19, 2004

HABEN & RICHMOND

TALLAHASSEE, FL

SUBJECT: GULFSIDE DEVELOPMENT CORP., LLC
Ref. Number: W04000011103

FILED
04 MAR 22 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GULFSIDE DEVELOPMENT CORP., LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$125.00 payment.

A Florida limited liability company cannot use CORP, CORPORATION, INC., or INCORPORATED in its name.

→ Amended to remove "corp."

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 904A00018353

RECEIVED
04 MAR 22 PM 1:54
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION

OF

GULFSIDE DEVELOPMENT, LLC

04 MAR 22 AM 10:55
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the Florida Limited Liability Company Act, F. S. Chapter 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS: The name of the limited liability company shall be **GULFSIDE DEVELOPMENT, LLC** and its principal office shall be located at 10508 Spring Hill Drive, Spring Hill, FL 34609 but it shall have the power and authority to establish branch offices at other places as the members may designate and the mailing address of the Limited Liability Company is the same.

ARTICLE II. PURPOSES AND POWERS: Beside the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carry on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting

as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III. EXERCISE OF POWERS: All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV. MANAGEMENT: This limited liability 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 company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or the articles of organization. The names and addresses of the members of the company are as follows:

NAME:

ADDRESS:

Cooper Construction, Inc.

9020 Rancho Del Rio Drive #101
New Port Richey, FL 34655

Designer Homes, Inc.

10508 Spring Hill Drive
Spring Hill, FL 34609

ARTICLE V. MEMBERSHIP RESTRICTIONS: Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI. CAPITAL CONTRIBUTIONS: Capital contributions shall be paid to the limited liability company by the members. Additional contributions will be made as required for investment purposes, as determined by a majority of the ownership interests.

ARTICLE VII. PROFIT AND LOSSES:

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conduction the business of the limited liability company. Each member shall be entitled to a proportionate distributive share of the profits or to the distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, according to their percentage of ownership.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in their proportionate distributive shares.

ARTICLE VIII. DURATION: 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 be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT: The address of the initial registered office of the limited liability company is 10508 Spring Hill Drive, Spring Hill, FL 34609, and the name of the company's initial registered agent at that address is Donald Pflieger. The undersigned, being the original members of the limited liability, certify this instrument constitutes the proposed Articles of Organization of **Gulfside Development, LLC**.


IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Port Richey, Florida, on the 17th day of March, 2004.

NAMES OF ORGANIZERS

Cooper Construction, Inc., a Florida Corporation

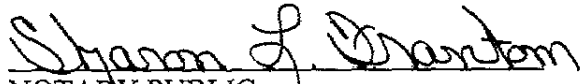

By: Leigh R. Cooper, President

Designer Homes, Inc., a Florida Corporation


By: Donald Pfleger, President

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 17th day of March, 2004 by Leigh R. Cooper, as President of Cooper Construction, Inc., who is personally known to me or who produced a Florida Driver's License as identification.


NOTARY PUBLIC



STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 17th day of March, 2004 by Donald Pfleger, President of Designer Homes, Inc., who is personally known to me or who produced a Florida Driver's License as identification.


NOTARY PUBLIC

