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FILED  
MAY 5 2004  
TALLAHASSEE, FLORIDA

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MAY 5 2004  
TALLAHASSEE, FLORIDA

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L04-33760

DR

EFFECTIVE DATE  
4-26-04

**Law Offices of James M. Costello, P.L.**

*a Florida Professional Limited Liability Company*

Phone (239) 334-8333

Fax (239) 334-8994

2069 First Street, Suite 301 Mailing Address: Post Office Box 549

Fort Myers, Florida 33901

Fort Myers, Florida 33902-0549

April 23, 2004

Florida Department of State  
Division of Corporations  
New Filing Section  
409 East Gaines Street  
Tallahassee, Florida 32399

**Re: WHITHAM, LLC; New Filing; Filing Fees.**

Dear Section Clerk:

Please find enclosed:

1. An original executed Articles of Organization for the above-named Florida entity;
2. A conformed copy of the Articles of Organization, as requested;
3. Check in the amount of \$125.00 to cover the Filing Fee (\$100.00), and Registered Agent Fee (\$25.00).

**Please show the Filing Date as April 22, 2004 as per Article III of the Articles and Fla. Stat. §608.409(1).**

Please file the Articles and return a conformed copy of them to me at the above address. If you have any questions, please call collect. I will accept the charges.

Thanks for your help and cooperation.

Sincerely,

  
**James M. Costello**

JMC/bls

Encl.

DEPT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF ORGANIZATION  
OF  
WHITHAM, LLC.**

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

**ARTICLE I -- NAME**

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

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 1400 Royal Palm Square Boulevard, Unit 2, Fort Myers, Florida 33919.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are executed by the organizer/member. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent and registered office of the company in the State of Florida is James M. Costello, 2069 First Street, Suite 301, Fort Myers, Florida 33901.

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth in a written subscription agreement.

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

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

FILED  
CLERK OF CIRCUIT COURT  
TALAHASSEE, FLORIDA  
04 APR 06 PM 10:50  
EFFECTIVE DATE  
4-26-04

## ARTICLE VII -- 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 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 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.

## ARTICLE VIII -- TERMINATION OF EXISTENCE

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 the consent of all the remaining members, provided there is at least one remaining member.

## ARTICLE IX -- MANAGEMENT

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 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 names and address of the members of the company are

NAME	ADDRESS
Katy J. Hammermeister	1400 Royal Palm Square Boulevard, Unit 2 Fort Myers, Florida 33919
Wayne Whitney	1400 Royal Palm Square Boulevard, Unit 2 Fort Myers, Florida 33919

FILED  
04 APR 25 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In Witness Whereof, the undersigned organizers have made and subscribed these articles of organization at Fort Myers, Lee County, Florida this 22<sup>nd</sup> day of April, 2004.

  
KATY J. HAMMERMEISTER, Organizer/Member

  
WAYNE WHITNEY, Organizer/Member

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of WHITHAM, 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 accept the obligations of the position of registered agent under Florida Statutes Chapter 608.

  
JAMES M. COSTELLO, Registered Agent

CLERK OF STATE  
TALLAHASSEE, FLORIDA  
04 APR 15 09:05

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