L04000033837

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP   ☐ WAIT   ☐ MAIL
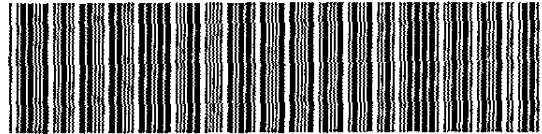
(Business Entity Name)

(Document Number)

Certified Copies _____   Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

04/27/04--01082--008 **125.00

FILED

04-33837

To Whom It May Concern:

From: John S. Shields

Re: Articles of Organization – M. Simon Investments II, L.L.C.

Date: April 26, 2004

I am requesting the filing of the Articles of Organization for M. Simon Investments II, L.L.C. Our address...

20175 Buttermere Court
Estero, FL 33928

(239) 992-9282

Thanks,
John

ARTICLES OF ORGANIZATION

OF

M. SIMON INVESTMENTS II, L.L.C.

ARTICLE I - NAME AND ADDRESS

The name of this Limited Liability Company shall be M. SIMON INVESTMENTS II, L.L.C. (the "Company"). The mailing address and street address of the principal office of the Company is   . 20175 Buttermere Court, Estero, Florida 33928.

ARTICLE II - DURATION

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company, or as provided by law, or as provided by the Company's Operating Agreement.

ARTICLE III - DESIGNATION OF REGISTERED AGENT

The name and address of the registered agent and office of the Company shall be John S. Shields, 20175 Buttermere Court, Estero, Florida 33928.

ARTICLE IV - THE MEMBERS

The members of the Company (hereafter the "Members") shall be:

    Pensco IRA held for the benefit of Alan C. Wallace
    Pensco IRA held for the benefit of Judith L. Wallace
    Pensco IRA held for the benefit of James C. Shields
    Pensco IRA held for the benefit of V. Dale McElwee
    Pensco IRA held for the benefit of Sara A. McElwee
    Pensco IRA held for the benefit of John S. Shields
    Ragain Financial, Inc.

ARTICLE V - MANAGEMENT OF COMPANY BUSINESS

The Company's day to day business will be managed by one of its members, John S. Shields, as Managing Member, and the company is, therefore, a manager managed company.

1

ARTICLE VI - ADDITIONAL MEMBERS

The Members may admit additional members upon Certificate of Membership signed by all the existing Members.

ARTICLE VII - LIMITATIONS ON MEMBERS

The Members shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other Members of the Company without first obtaining the prior written consent of all Members of the Company. Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VIII - RIGHT TO CONTINUE BUSINESS OF COMPANY

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or upon the occurrence of any other event that terminates the continued membership of a Member in the Company, the remaining Member or Members shall have the right to continue the business of the Company in accordance with the terms and conditions of the Company's Operating Agreement.
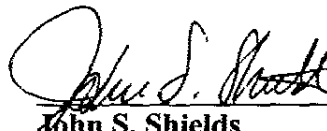
ARTICLE IX - TAX ELECTION

The Company shall file as a partnership for Federal and State income tax purposes.

ARTICLE X - AMENDMENTS

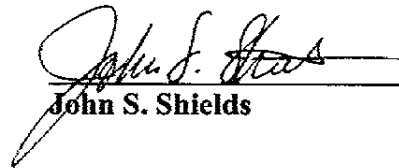These Articles may be amended from time to time by the written consent of all Members of the Company.

WITNESS, the hand of the undersigned authorized representative of the Managing Member and the Company this _26th_ day of April, 2004.

John S. Shields

2

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for M. SIMON INVESTMENTS II, L.L.C., at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.

John S. Shields