

L040000 35730

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000102177 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410002172
Phone : (239) 334-4121
Fax Number : (239) 334-4100

RECEIVED
04 MAY 11 AM 7:56
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

SANDHILL AE-2004, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing

Public Access Help

05/10/2004 MON 17:22 FAX 239 334 4100 Henderson Franklin et al

FAX AUDIT NO.: R04000102177 3

**ARTICLES OF ORGANIZATION
OF
SANDHILL AE-2004, LLC**

002/004
FILED
04 MAY 11 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of the limited liability company shall be SANDHILL AE-2004, LLC (the "Company").

ARTICLE II-MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is:

1715 Monroe Street
Fort Myers, Florida 33901

ARTICLE III-EFFECTIVE DATE

This limited liability company's existence shall commence upon the filing of these Articles and shall terminate on December 31, 2054.

ARTICLE IV-INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company is:

Name

Address

GUY E. WHITESMAN

1715 Monroe Street
Fort Myers, Florida 33901

ARTICLE V-PURPOSE

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

ARTICLE VI-MANAGEMENT OF THE COMPANY

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company.

FAX AUDIT NO.: R04000102177 3

05/10/2004 MON 17:22 FAX 239 334 4100 Henderson Franklin et al

003/004

FAX AUDIT NO.: E04000102177 3

ARTICLE VII-OPERATING AGREEMENT

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, being an authorized representative of the Members of the Company, has executed these Articles of Organization this 10th day of May, 2004.


GUY E. WHITESMAN
Authorized Representative

FILED
04 MAY 11 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO.: E04000102177 3

FAX AUDIT NO.: H04000102177 3

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SANDHILL AE-2004, LLC
2. The name and address of the registered agent and office is:

Guy E. Whitesman
1715 Monroe Street
Fort Myers, Florida 33901

Having been named as registered agent and to accept service of process for the above
stated limited liability company at the place designated in this certificate, I 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.

FILED
MAY 11 AM 8:41
TALLAHASSEE, FLORIDA


GUY E. WHITESMAN, Registered Agent

FAX AUDIT NO.: H04000102177 3

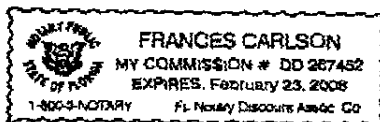
Audit #H04000102127 3

11. The members may only continue business upon an event of dissolution only according to the terms of the Operating Agreement.
12. The company shall be initially organized with at least two members.


Michele Lamourt, Manager

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

On the 10th day of May, 2004, personally appeared before Michele Lamourt, the signer of the within instrument, who duly acknowledged to me that he executed the same.

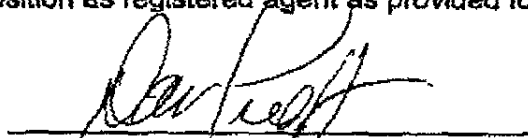



Notary Public

STATE OF FLORIDA DEPARTMENT OF STATE

The following is submitted, in compliance with Florida Statutes §608.

Having been named as registered agent and to accept service of process for the above state limited liability company at the place designated in this certificate, I 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 as provided for in Florida Statute §608.


Daniel L. Prewett, Registered Agent

FILED
04 MAY 11 AM 8:41
TALLAHASSEE, FLORIDA
SECRETARY OF STATE