

Jun-02-2004 01:00pm From-PORTER WRIGHT MORRIS
DIVISION OF CORPORATIONS

+2393 2990

T-000000005 F-633

L040000041715

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.

((H04000117564 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 : PORTER, WRIGHT, MORRIS & ARTHUR
Account Number : 102233003533
Phone : (239) 593-2900
Fax Number : (239) 593-2990

LIMITED LIABILITY COMPANY

Divco-Waterfront Homes, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

RECEIVED
04 JUN -2 PM 1:42
DIVISION OF CORPORATIONS

04 JUN -2 AM 10:28
DIVISION OF CORPORATIONS

LN 06/03/04

Electronic Filing Menu

Corporate Filing

Public Access Help

5p

Jun-02-2004 01:00pm From:PORTER WRIGHT MORRIS

+2395932990

T-851 P.001/005 F-633

**PORTER
WRIGHT
MORRIS &
ARTHUR LLP**
Attorneys and
Counselors at Law

5801 Pelican Bay Boulevard
Suite 300
Naples, Florida 34108-2709
Main Telephone #: 800-876-7962
Main Facsimile #: 239-593-2990

Facsimile Cover Sheet

SENDER'S FACSIMILE RECEIVING #: 239-593-2990

IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR OR IF YOU HAVE ANY PROBLEMS
RECEIVING THIS COMMUNICATION, PLEASE CALL 239-593-2900 IMMEDIATELY. THANK YOU.

THE INFORMATION CONTAINED IN THIS COMMUNICATION IS CONFIDENTIAL AND SUBJECT TO ATTORNEY-CLIENT, WORK
PRODUCT, OR OTHER LEGAL PRIVILEGE. THIS COMMUNICATION IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY
NAMED AS RECIPIENT. IF THE READER OF THIS COMMUNICATION IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED
THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED.

Date: June 2, 2004 User: 2062 Client Matter #: 4001276-151565

TOTAL NUMBER OF PAGES INCLUDING COVER SHEET: 5

PLEASE DELIVER TO:

NAME	FIRM	FACSIMILE #:	CONFIRMATION #:
1. Division of Corporations	Florida Dept. of State	850-205-0383	

RE: **DIVCO-WATERFRONT HOMES, LLC**

Comments:

Please file the attached regarding the above-referenced limited liability company:

1. Articles of Organization; and
2. Acceptance of Registered Agent.

We have requested a certificate of status and a certified copy of same.

Thank you.

From: Gary K. Wilson Phone No. 239-593-2952

THE ORIGINAL OF THIS DOCUMENT WILL BE SENT BY:

<input type="checkbox"/> ORDINARY MAIL	<input type="checkbox"/> OVERNIGHT DELIVERY SERVICE
<input type="checkbox"/> MESSENGER	<input checked="" type="checkbox"/> THIS WILL BE THE ONLY FORM OF DELIVERY

04 JUN -2 AM 10:28
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Jun-02-2004 01:01pm From-PORTER WRIGHT MORRIS
Fax Audit No.: H040001175643

+2395932990

T-851 P.003/005 F-633

ARTICLES OF ORGANIZATION OF DIVCO-WATERFRONT HOMES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be DIVCO-WATERFRONT HOMES, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 6628 Willow Park Drive, Naples, Florida 34109.

ARTICLE III -- 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 or in the Company's operating agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are Gary Wilson, Porter, Wright, Morris & Arthur, 5801 Pelican Bay Blvd., Suite 300, Naples, Florida 34108.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the written consent of the managing member of the Company. A member may transfer his or her interest in the Company as set forth in the operating agreement 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 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 VI -- WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company upon the unanimous prior consent of all the nonwithdrawing members of the Company.

ARTICLE VII -- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Company's operating agreement.

Fax Audit No.: H040001175643

Jun-02-2004 01:01pm From-PORTER WRIGHT MORRIS

+2395932990

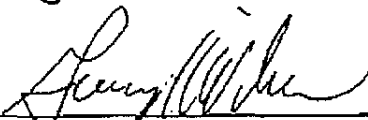
T-851 P.004/005 F-633

Fax Audit No.: H040001175643

ARTICLE VIII -- 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. This operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Naples, Florida, on this 27th day of May, 2004.



Gary K. Wilson

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to and subscribed before me this 27th day of May, 2004, by Gary K. Wilson



Notary Public -- State of Florida

Bethel Jane Nagy

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

(SEAL)



Fax Audit No.: H040001175643

04 JUN - 2 AM 10:28
DIVISION OF CORPORATIONS
STATE OF FLORIDA

Jun-02-2004 01:01pm From-PORTER WRIGHT MORRIS

+2395932990

T-851 P.005/005 F-633

Fax Audit No.: H040001175643

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of DIVCO-WATERFRONT HOMES, 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 duties, and is familiar with and accept the obligations of the position of registered agent.

Date: May 27, 2004


Gary Wilson, Registered Agent

04 JUN -2 AM 10:28
DIVISION OF STATE
CORPORATIONS

Fax Audit No.: H040001175643