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J. BRYAN JAN 12 2005

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

M+S Investments of Southwest  
Florida, Inc

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☒ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval

Signature

Requested by:

Name

Date

Time

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8:41

**ARTICLES OF ORGANIZATION  
OF  
M & S INVESTMENTS OF SOUTHWEST FLORIDA, LLC**

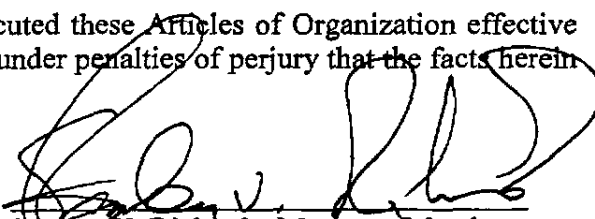
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1. Name. The name of this limited liability company is M & S Investments of Southwest Florida, LLC, a Florida limited liability company (the "Company").
2. Duration. The Company shall have perpetual existence commencing on the filing of the Articles of Organization with the State of Florida and continues even though a membership of a member is terminated.
3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida, including to purchase, develop, lease and sell real estate, maintain model homes and engage in business and such other lawful activities as are reasonably necessary, convenient or incidental to these purposes.
4. Place of Business. The mailing and street address of the Company's principal office is 2033 Trade Center Way, Naples, Florida 34109.
5. Registered Agent and Office. The name of the initial registered agent of the Company is Stanley V. Richards. The street address of the initial registered agent of the Company is 2033 Trade Center Way, Naples, Florida 34109.
6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
7. Management of the Company. The Company shall be managed by its managers, in accordance with the Regulations adopted by all of the members. The name and address of the two managers, who are all members and the only members of the Company are:  

Stanley V. Richards 2033 Trade Center Way Naples, Florida 34109	Monte L. Enoch 150 Little Carlos Lane Ft. Myers Beach, Florida 33931
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8. Voting. The Company is authorized to issue membership interests with voting rights and membership interests without voting rights.
9. Certificated Interests. The members' interests in the Company may be evidenced by certificates.
10. Member's Rights. Pursuant to section 608.4235 of the Florida Statutes, no member of the Company other than the managers shall be an agent of the company solely by virtue of being a member, and no member other than the managers shall have authority to incur debt or

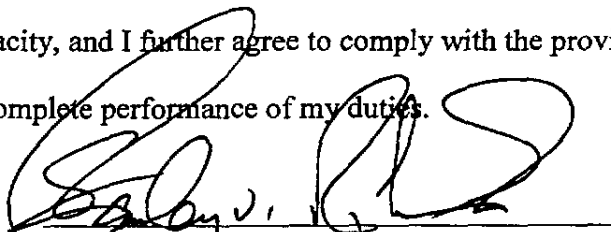
contractual liability on behalf of the company solely by virtue of being a member. Any Operating Agreement of the company as defined in section 608.402(24) of the Florida Statutes must be in writing and signed by all the initial members.

The undersigned ~~manager~~ <sup>member</sup> and member freely executed these Articles of Organization effective as of the 11 day of January, 2005, affirming under penalties of perjury that the facts herein are true.

  
Stanley V. Richards, Manager, Member

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Stanley V. Richards, Registered Agent

Dated: January 11<sup>TH</sup>, 2005

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