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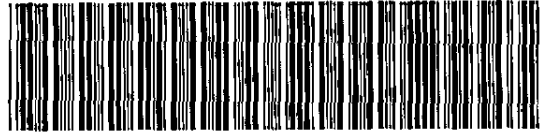
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 442973 7438752

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED  
05 JUN 22 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 22, 2005

ORDER TIME : 12:07 PM

ORDER NO. : 442973-005

CUSTOMER NO: 7438752

CUSTOMER: Mr. Terrence F. Pyle  
Terrence F. Pyle, P.a.

P.O. Box 5869

Sun City Center, FL 33571

DOMESTIC FILING

NAME: WERDA-HECAMIAT, L.L.C.

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
WERDA-HECAMIAT, L.L.C.**

**FILED**  
05 JUN 22 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the Limited Liability Company is WERDA-HECAMIAT, L.L.C. [the "Company"].

**ARTICLE II  
DURATION**

The Company shall have perpetual duration.

**ARTICLE III  
PURPOSE**

The Company is organized for the following purposes: to own and operate a marina, RV park, restaurant and "fish camp" business; to engage in any activity or business incidental to or related to those activities or businesses set forth herein; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; and to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; and to carry out said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other state or foreign country.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The mailing address and street address of the initial REGISTERED OFFICE of the Company is:

972 County Road 439  
Lake Panasoffkee, FL 33538

and the name and address of the Company's initial REGISTERED AGENT is:

TERRENCE F. PYLE, ESQUIRE  
707 Del Webb Boulevard West  
Sun City Center, Florida 33573

## **ARTICLE V NEW MEMBERS**

New Members may be allowed into the Company upon a majority vote of the Members then allowed to vote, with the initial contribution of such new Member to be determined by majority vote of the Members at that time. Such voting shall be done on an ownership-share basis, rather than on a per-Member basis.

## **ARTICLE VI CONTINUITY**

The remaining Members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or on the occurrence of any other event which terminates the continued Membership of a Member in the Company.

## **ARTICLE VII MANAGEMENT**

The management of the Company is reserved to the Managing Members, and the name and address of the managing Members, who shall serve as Managers until their successors are duly elected and qualified, are:

Richard D. Harris  
374 Bay Plaza  
Treasure Island, FL 33706

William Dirk Edge  
972 County Road 439  
Lake Panasoffkee, FL 33538

## ARTICLE VIII OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company, by voting conducted on an ownership-share basis.

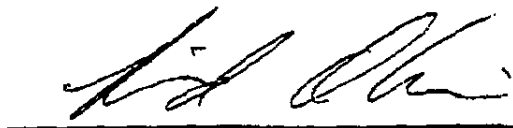
## ARTICLE IX INDEMNIFICATION

The Company shall indemnify any Member, or any former Member, to the fullest extent permitted by law.

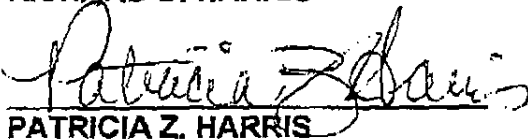
## ARTICLE X AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these ARTICLES OF ORGANIZATION, or any amendment hereto, upon such occurrences or for such reasons as authorized by law, by majority vote of the Members, voting on an ownership-share basis.

IN WITNESS WHEREOF, the undersigned Members have executed the ARTICLES OF ORGANIZATION of WERDA-HECAMIAT, L.L.C. this 17<sup>th</sup> day of June, 2005, pursuant to Section 608.407, Florida Statutes.



RICHARD D. HARRIS



PATRICIA Z. HARRIS



WILLIAM DIRK EDGE



SHARON A. EDGE

**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT  
OF  
WERDA-HECAMIAT, L.L.C.**

Having been named as REGISTERED AGENT for WERDA-HECAMIAT, L.L.C., a Limited Liability Company [the "Company"], in the ARTICLES OF ORGANIZATION filed with the Florida Department Of State, and being familiar with the duties of that position, I do, on behalf of the Company, agree to accept said appointment and to accept service of process for the Company, and to comply with any and all Statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT:

BY: 

TERRENCE F. PYLE  
707 Del Webb Boulevard West  
Sun City Center, Florida 33573

DATED: JUNE 17, 2005