

AUG-29-05 11:42
Division of Corporations

FROM AKERMAN SENTERFITT 10E.

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

CHELSEA MEWS, LLC

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$160.00

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05 AUG 29 AM 8:30
STATE OF FLORIDA
TALLAHASSEE

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**ARTICLES OF ORGANIZATION
OF
CHELSEA MEWS, LLC**

ARTICLE I

NAME

The name of this limited liability company (the "Company") is **CHELSEA MEWS, LLC** and its mailing address is 1815 S. Summerlin Avenue, Orlando, Florida 32806, and the principal place of business of the Company shall be located at 1815 S. Summerlin Avenue, Orlando, Florida 32806.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Company shall commence existence on the date of signing these articles of organization and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of this Company shall be to engage in any activity permitted under the Florida Limited Liability Act, as the same now exists and as hereafter amended (the "Act"). The Company shall have all of the powers enumerated in the Act, and all such other powers as are permitted by applicable law, necessary and incidental to the carrying on of the foregoing purposes.

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ARTICLE IV**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Company shall be located at 1815 S. Summerlin Avenue, Orlando, Florida 32806, and the initial registered agent of this Company at that address shall be **PETER S. LAWRIE**. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

ARTICLE V**MANAGEMENT**

The management or conduct of the business and affairs of the Company is reserved to the Member(s), and the name and street address of the initial Managing Member is:

Martha Anderson Hartley
1815 S. Summerlin Avenue
Orlando, Florida 32806

ARTICLE VI**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

ARTICLE VII**ADMISSION OF NEW MEMBERS**

Additional Members may be admitted from time to time on such terms and conditions as are set forth in the Operating Agreement of the Company.

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ARTICLE VII

DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION,

DISSOLUTION OF MEMBER

The death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member shall not terminate the Company unless otherwise required by applicable law.

ARTICLE IX

AMENDMENT

The right to amend or repeal any provisions contained in these articles of organization is reserved to the Members.

ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, this 29th day of August, 2005.


Martha Anderson Hartley, Managing Member

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

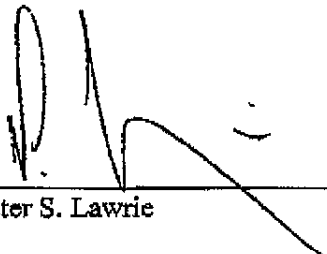
CHELSEA MEWS, LLC (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated Peter S. Lawrie as its Registered Agent to accept service of process within the State of Florida with its registered office located at 1815 S. Summerlin Avenue, Orlando, Florida 32806.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 29th day of August, 2005.

Registered Agent:


Peter S. Lawrie

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