

L05000085710

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

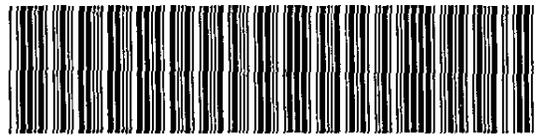
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100058977891

08/26/05--01001--020    \*\*155.00

*LC 08/30/05*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 AUG 30 PM 12:33

**FILED**

ICARD, MERRILL, CULLIS, TIMM  
FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELORS

2033 MAIN STREET, SUITE 600  
SARASOTA, FLORIDA 34237

TELEPHONE (941) 366-8100  
FACSIMILE (941) 552-0108  
www.icardmerrill.com

ANDRÉ K.R. CHARBONNEAU  
E-Mail: acharbonneau@icardmerrill.com

REPLY TO:  
P.O. BOX 4195  
SARASOTA, FLORIDA 34230

August 22, 2005

*Via Federal Express*

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RE: Silver Palm Villas, LLC

Ladies and Gentlemen:

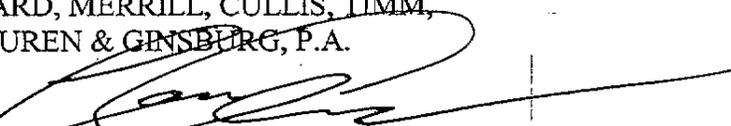
W05-40477

Enclosed herewith are Articles of Organization to be filed to incorporate the above referenced Florida limited liability company. Also enclosed is a check in the amount of \$155.00, representing the filing fee of \$100.00, Registered agent fee of \$25.00, and a fee of \$30.00 for a certified copy of the Articles of Organization.

If you have any questions, please do not hesitate to call me at (941) 366-8100. Thank you in advance for your assistance.

Sincerely,

ICARD, MERRILL, CULLIS, TIMM,  
FUREN & GINSBURG, P.A.

By: 

André K.R. Charbonneau, Esq.

Enclosures

FAUSERS\AKC\CLIENTS\SILVERP\ORGLTR.WPD

05 AUG 30 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

August 26, 2005

ANDRE K.R. CHARBONNEAU, ESQ.  
ICARD, MERRILL, CULLIS ET AL, PA  
P.O. BOX 4195  
SARASOTA, FL 34230

SUBJECT: SILVER PALM VILLAS, LLC  
Ref. Number: W05000040477

Upon receipt of your letter and/or check(s) totaling \$155.00, no document was found. Please send your document with any fees due to:

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Please return a copy of this letter to ensure your money is properly credited.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 005A00054211

05 AUG 30 PM 12:33  
FILED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

ICARD, MERRILL, CULLIS, TIMM  
FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELORS

2033 MAIN STREET, SUITE 600

SARASOTA, FLORIDA 34237

TELEPHONE (941) 366-8100

FACSIMILE (941) 552-0108

www.icardmerrill.com

ANDRÉ K.R. CHARBONNEAU  
E-Mail: acharbonneau@icardmerrill.com

REPLY TO:  
P. O. BOX 4195  
SARASOTA, FLORIDA 34230

August 29, 2005

*Via Federal Express*

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399  
ATTN: Mr. Lee Rivers

RE: Silver Palm Villas, LLC

Dear Mr. Rivers:

Enclosed herewith are *revised* signed Articles of Organization to be filed to incorporate the above referenced Florida limited liability company. The change affects Article VI (second page) wherein the initial manager of the company is to be **Bamboo Development, Inc.** This is different from the Articles of Organization (with letter dated August 26) you should have just received. In the event that you may open this envelope first, please be advised that there is yet another, with *un-revised* Articles to be discarded.

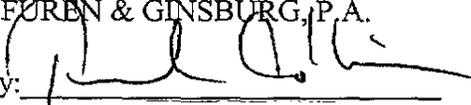
As per our conversation of 8/25/05, you have our previously sent check (which accompanied the erroneously *unsigned* Articles of Organization) in the amount of \$155.00, representing the filing fee of \$100.00, Registered agent fee of \$25.00, and a fee of \$30.00 for a certified copy of the Articles of Organization.

FILED  
05 AUG 30 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

If you have any questions, please do not hesitate to call me at (941) 366-8100, ext. 279. Thank you again for your assistance, and I certainly do apologize for the confusion.

Sincerely,

ICARD, MERRILL, CULLIS, TIMM,  
FUREN & GINSBURG, P.A.

By:   
Phoebe Collins, Legal Assistant to  
André K.R. Charbonneau, Esq.

Enclosures

FAUSERS\AKC\CLIENTS\SILVERP\orgltr3.wpd

FILED  
05 AUG 30 PM 12:33  
STATE COURT OF FLORIDA  
FALLA SSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
SILVER PALM VILLAS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the limited liability company shall be Silver Palm Villas, LLC ("Company").

**ARTICLE II  
PURPOSE AND POWER**

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the managers of the Company.

**ARTICLE III  
MAILING ADDRESS AND PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company shall be 7093 South Tamiami Trail, Sarasota, Florida 34231.

FILED  
AUG 30 PM 12:33  
CLERK OF CIRCUIT COURT  
SARASOTA COUNTY, FLORIDA

ARTICLE IV  
INITIAL REGISTERED AGENT AND REGISTERED OFFICE

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

Gary Roberts  
7093 South Tamiami Trail  
Sarasota, Florida 34231

ARTICLE V  
MANAGEMENT

The Company is to be a manager-managed company.

ARTICLE VI  
Manager

The initial manager of the company is to be:  
BAMBOO DEVELOPMENT, INC.

FILED  
05 AUG 30 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

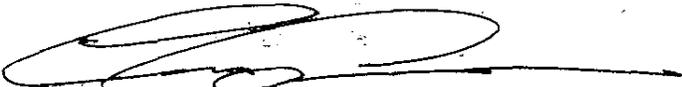
ARTICLE VII  
OFFICERS

The initial officer (s) of the company and their respective position(s) are as follows:  
PAUL D. BEITLICH - Secretary.

ARTICLE VIII  
OPERATING AGREEMENT

The Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Agreement of the Company, as amended and in existence from time to time.

IN WITNESS WHEREOF, the undersigned member (or authorized representative) has executed these Articles of Organization at Sarasota, Florida, as of August 26, 2005.



André K.R. Charbonneau as Agent

F:\USERS\AKC\CLIENTS\SILVERPARTORG.WPD

**FILED**  
05 AUG 30 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA