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December 14, 2005

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#### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Sunwest Harbor, LLC

# Filing Evidence

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# **Retrieval Request**

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Type of	Document
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- □ Certificate of Status
- Certificate of Good Standing
- □ Articles Only
- □ All Charter Documents to Include Articles & Amendments
- □ Fictitious Name Certificate
- $\Box$  Other

NEW FILINGS		
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	Other	

OTHER FILINGS		
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Merger		

REGISTRATION/QUALIFICATION
Foreign
Limited Liability
Reinstatement
Trademark
Other



### ARTICLES OF ORGANIZATION OF SUNWEST HARBOR, LLC

2 3 2 2 2 2 2

> 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 **SUNWEST HARBOR**, **LLC** (the "Company").

#### ARTICLE II – ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 20199 Markward Crossing, Estero, FL 33928.

#### **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 (the "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 is **Thomas F. Kiesel, Esquire**, 2121 McGregor Boulevard, Fort Myers, FL 33901.

#### ARTICLE V - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except upon such terms and conditions as permitted by the Operating Agreement of the Company. A member may transfer its interest in the Company only as set forth in the Operating Agreement of the Company.

#### ARTICLE VI - WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company only 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.

#### ARTICLE VIII - MANAGEMENT

The Company shall be managed by a Managing Member in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The 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 Fort Myers, Florida, on this <u>&++</u> day of December, 2005.

Gerhard Pelzer, Managing Member

STATE OF FLORIDA COUNTY OF LEE

Sworn to and subscribed before me this  $\mathcal{C}^{\frac{n}{2}}$  day of December, 2005, by GERHARD PELZER, who () is personally known to me or who () has produced for the Devertice as identification and who did take an oath.

lotary Public

My Commission Expires:



Fax 2393377968

## ACKNOWLEDGMENT OF REGISTERED AND RESIDENT AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

Thomas F. Kiesel, Registered Agent