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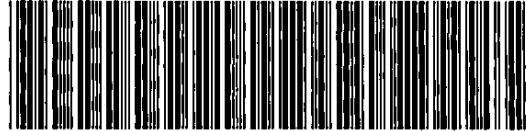
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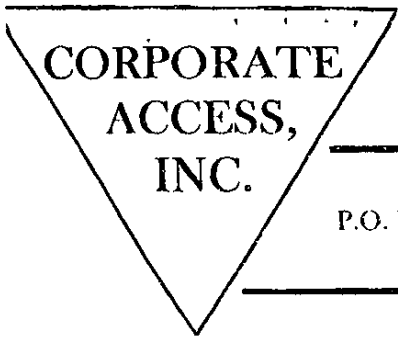


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LLC

Willa Springs 2005, LLC  
(CORPORATE NAME AND DOCUMENT #)

\_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

\_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

\_\_\_\_\_  
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\_\_\_\_\_

ARTICLES OF ORGANIZATION  
OF  
WILLA SPRINGS 2005, LLC

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The undersigned organizer, a natural person competent to contract, and authorized representative of the initial Member hereof, hereby presents these Articles for the formation of a for profit limited liability company under the Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is Willa Springs 2005, LLC.

ARTICLE II

This Company will exist perpetually.

ARTICLE III

The principal office, and the mailing address, of the Company initially will be at 12627 San Jose Blvd., #605, Jacksonville, Florida 32223. The principal office may be moved to any address that the member may choose, provided however that the principal office will be in the State of Florida. The mailing address is the same as above.

ARTICLE IV

The registered office will be and the registered agent at that same address are:

Agent

Howard A. Caplan, Attorney, P.A.

Registered Office Address

6260 - C Dupont Station Court  
Jacksonville, FL 32217

ARTICLE V

The Company is being organized as a single tax-paying member disregarded entity limited liability company.

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Member

Coastal Reconstruction, Inc.  
a Florida corporation

Member's Address

12627 San Jose Blvd., #605,  
Jacksonville, Florida 32223

ARTICLE VI

The management of the Company is reserved to the member of the Company. However, the member may elect to be manager managed.

ARTICLE VII

The general nature of the business that will be transacted by the Company is any legally permissible activity, including real estate development and management.

ARTICLE VIII

The Company will indemnify the member and any and all persons who may serve or who have served at any time as manager, employee, or agent of the Company or at any time have served as manager, employee, or agent of another company in which the Company at such time owned or may own an Membership interest or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such person(s) in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made a party, or parties, or which may be asserted against them or any of them, by reason of being or having been Member, managers, managing Member, employees, or agents of the Company, or of such other company except in relation to matters as to which any such member, manager, managing member, employee, or agent or former member, manager, managing member,

employee, or agent will be adjudged in any action, suit, or proceeding to be liable by his own negligence or misconduct in the performance of his duty. Such indemnification will be in addition to any other rights to which those indemnified may be entitled under any law, agreement, vote of Member, or otherwise, and the Company may indemnify any member, manager, managing member, employee, or agent or any former member, manager, managing member, employee, or agent to the fullest extent permitted by law

ARTICLE IX

The name and address of the organizer and person signing these Articles of Organization are:

<u>Name</u>	<u>Address</u>
Howard A. Caplan	6260 - C Dupont Station Court Jacksonville, FL 32217

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization, this 27<sup>th</sup> day of July, 2006.

  
Howard A. Caplan

ACKNOWLEDGMENT AND ACCEPTANCE

OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation to which this is attached, I hereby accept to act in this capacity, and agree to comply with the provisions of said law relative to keeping open said office.

Dated this 27<sup>th</sup> day of July, 2006.

**HOWARD A. CAPLAN, ATTORNEY, P.A.**

  
Howard A. Caplan President