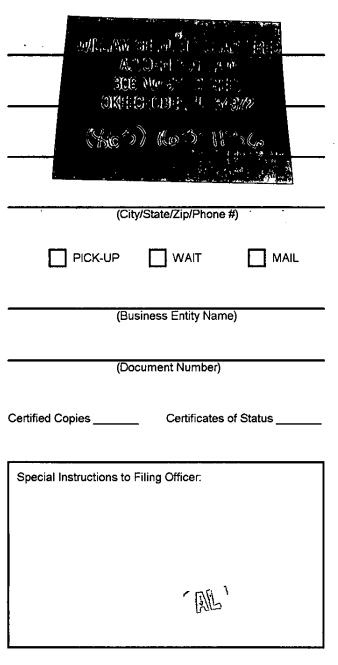
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# **ARTICLES OF ORGANIZATION**

**OF** 

# **HWGA, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

# **ARTICLE 1 - NAME**

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

#### **ARTICLE 2 - ADDRESS**

The principal place of business of the Company in Florida shall be 8118 SW Yachtsmans Drive, Stuart, FL 34997 and the mailing address shall be the same.

# **ARTICLE 3 - EFFECTIVE DATE**

The Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 4 - DURATION**

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

## **ARTICLE 5 - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### **ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of the registered office of this Company is 8118 SW Yachtsmans Drive, Stuart, FL 34997. The name and address of the registered agents of this Company are PETER V. MATTON.and/or BARBARA J. MATTON

#### **ARTICLE 7 - MANAGEMENT**

The management of the Company is reserved to the Managers. The name and address of the Managers, who shall serve until the first annual meeting of the members or until his successor is elected and qualified is:

# Name

# **Address**

PETER V. MATTON BARBARA J. MATTON 8118 SW Yachtsmans Drive, Stuart, FL 34997 8118 SW Yachtsmans Drive, Stuart FL 34997

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# **ARTICLE 8 - ADMISSION OF NEW MEMBERS**

No additional member(s) shall be admitted to the Company except within the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### **ARTICLE 9 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

## **ARTICLE 10 - MANAGERS**

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations 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, an authorized representative of the member(s) has made and subscribed these Articles of Organization at Okeechobee, Florida, this <u>7th</u> day of December, 2006.

PETER V. MATTON and BARBARA J. MATTON

Authorized Representative of

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

PETERV. MATTON and BARBARA J. MATTON having an address identical with the registered office of the Company named above, and having been designated as the Registered Agents in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

BARBARA J. MATTON

Registered Agents