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(City/State/Zip/Phone #)

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(Business Entity Name)

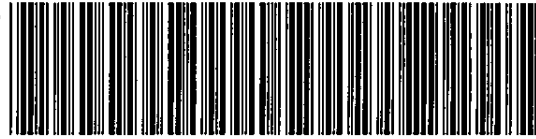
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TALLAHASSEE, FLORIDA

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** RIVERPLACE PARTNERS, LLC

(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Articles of Correction and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Laura Anthony

(Name of Person)

Legal & Compliance, LLC

(Firm/Company)

330 Clematis Street, Suite 217

(Address)

West Palm Beach, FL 33401

(City/State and Zip Code)

For further information concerning this matter, please call:

Laura Anthony

(Name of Person)

at ( 561 )

514-0936

(Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Enclosed is a check for the following amount:**

☒ \$25 Filing Fee

☐ \$30 Filing Fee &  
Certificate of Status

☐ \$55 Filing Fee &  
Certified Copy

☐ \$60 Filing Fee,  
Certificate of Status &  
Certified Copy

CR2E062 (08/05)

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TALLAHASSEE, FLORIDA

**ARTICLES OF CORRECTION  
FOR  
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

**FIRST:** The name of the limited liability company is:  
RIVERPLACE PARTNERS, LLC

**SECOND:** The articles of organization or the application to transact business

**(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)**



Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

ARTICLE I NAME OF LLC- The address of the principal office of this limited liability company shall be 8102 Lemont Road, Suite 1300, Woodbridge, IL 60517 was incorrect.

The corrected statement should read as follows

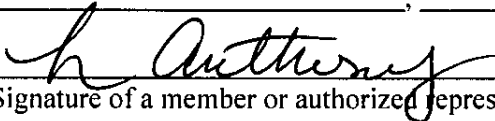
ARTICLE I. NAME OF LLC- The address of the principal office of this limited liability company shall be 8102 Lemont Road, Suite 1300, Woodbridge, IL 60517

**OR**



Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

Dated: May 21, 2007



Signature of a member or authorized representative of a member

Laura Anthony

Typed or printed name of signee

Filing Fee: \$25.00  
Certified Copy: \$30.00 (optional)

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**ARTICLES OF ORGANIZATION**  
**FOR**  
**RIVERPLACE PARTNERS, LLC**

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I. NAME OF LLC**

The name of the limited liability company is RIVERPLACE PARTNERS, LLC.

The address of the principal office of this limited liability company shall be 8102 Lemont Road, Suite 1300, Woodbridge, IL 60517 and the mailing address of the limited liability company shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This limited liability company may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including, but not limited to, the following:

- (a) To own and operate a business;
- (b) To acquire, own, use, convey, and otherwise dispose of and deal in real or personal property or any interest in such property;
- (c) To do such other acts as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed;
- (d) To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.

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The foregoing shall be construed as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

### **ARTICLE III. REGISTERED AGENT**

The name and street address of the registered agent of the limited liability company shall be Laura E. Anthony, Esquire, Suite 217, 330 Clematis Street, West Palm Beach, FL 33401. The registered agent is an individual resident of the State of Florida.

### **ARTICLE IV. ORGANIZATION**

The limited liability company shall initially have two members both of which shall be managing members. The name and address of the two initial members is:

William F. Helwig, 8102 Lemont Road, Suite 1300, Woodbridge, IL 60517

Thomas McWilliams, c/o 8102 Lemont Road, Suite 1300, Woodbridge, IL 60517

### **ARTICLE V. TERM**

This limited liability company is to exist perpetually.

### **ARTICLE VI. FORM OF MANAGEMENT**

The management of Riverplace Partners, LLC. shall be vested pursuant to the Operating Agreement. The members may determine to grant exclusive rights to control and manage Riverplace Partners, LLC., without restriction by these Articles of Organization.

### **ARTICLE VII. INDEMNIFICATION**

(a) The company shall indemnify every member and manager, and the member or manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action,

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suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this limited liability company.

(b) This indemnification is being given because the member and manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.

(c) This indemnification is not exclusive of other rights to which the member or manager(s) may be entitled.

(d) The member and manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.

(e) A member or manager shall be liable to the company for the following actions:


(1) Any breach of his or her duty of loyalty to the company, or to its members;

(2) An act or omission that was taken in bad faith and which constitutes a breach of the Manager's duty to the company by an act that is grossly negligent, malicious, or intentional, those terms are defined at law;

(3) A transaction in which the manager benefits to the detriment of the company or its members.

(4) An action for which the manager is liable at law and for which an indemnification is not allowed.

The undersigned authorized representative organizer has executed these Articles of Organization on April 25, 2007.

  
LAURA E. ANTHONY, Authorized Representative Organizer

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**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF ORGANIZATION**

Laura E. Anthony, an individual residing in this state, having a business office located at Suite 217, 330 Clematis Street, West Palm Beach, FL 33401, identical with the registered office of the limited liability company named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization of:

**RIVERPLACE PARTNERS, LLC.**

Laura E. Anthony is familiar with and accepts the obligations of the position of Registered Agent under Section 608.415, Florida Statutes.

Date: April 25, 2007

BY: \_\_\_\_\_

Laura E. Anthony

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