

L10000047026

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

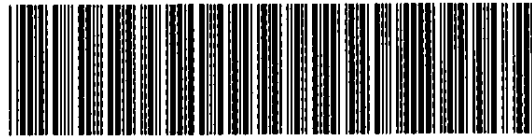
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500176981485

RECEIVED

10 APR 30 PM 4:05

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

10 APR 30 AM 8:55

B. KOHR

MAY 4 2010

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 369958 80856A

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED
SECRETARY OF CORPORATIONS
10 APR 30 AM 8:55

ORDER DATE : April 30, 2010

ORDER TIME : 3:37 PM

ORDER NO. : 369958-005

CUSTOMER NO: 80856A

DOMESTIC FILING

NAME: W D HOLDING, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 3, 2010

CARINA DUNLAP
CSC
TALLAHASSEE, FL

SUBJECT: W D HOLDING, L.L.C.
Ref. Number: W10000021109

RESUBMIT

Please give original
submission date as file date.

We have received your document for W D HOLDING, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with 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) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 710A00010855

RECEIVED
10 MAY - 3 PM 4:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May: 3. 2010 2:08PM

No. 4837

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR 30 AM 8:55

ARTICLES OF ORGANIZATION

OF

W D HOLDING of SOUTHWEST FLORIDA, L.L.C.

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 W D Holding of Southwest Florida, L.L.C. ("The Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 6720 Cadet Avenue, Fort Myers, FL 33905.

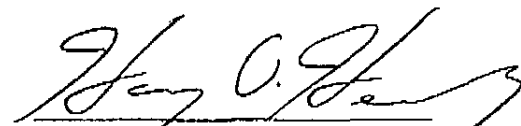
ARTICLE III - DURATION

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.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and Florida street address of the registered agent is: HARRY O. HENDRY, 2242 Main Street, Fort Myers, FL 33901.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of the statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 Florida Statutes.


Harry O. Hendry

ARTICLE V -- INITIAL MEMBERS/ADMISSION OF NEW MEMBERS

The initial members of the limited liability company are WAYNE E. McDERMOTT and DOLORES ANN McDERMOTT whose address is 6720 Cadet Avenue, Fort Myers, FL 33905.

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. 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 members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

VI -- CONTINUITY

The members will have the right to continue the company upon the death, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any event which terminates the continued membership of a member in the company (collectively "withdrawal") as long as there is a remaining member, and the remaining member or members, agree to continue the company by unanimous written consent after the withdrawal of a member.

ARTICLE VII -- TERMINATION OF EXISTENCE

The limited liability company shall be dissolved at any time there are no members, provided, that if an individual who is a member dies, the member's personal representative may exercise all of the member's rights for the purpose of settling the members estate; including any power the member had to give an assignee the right to become a member.

ARTICLE VIII -- MANAGEMENT

The management of the limited liability company shall be managed by a manager or co-managers who need not be a member of the company. The manager(s) shall have full power and authority to conduct the business of the company, including without limitation, the power and authority to sell, convey, encumber, manage, deal with and otherwise dispose of both real and personal property, enter into contracts of any nature on behalf of the company, and open and close bank accounts as the authorized signer for the company. If there are co-managers either manager has full and complete authority to bind the company. The initial managers are WAYNE McDERMOTT and DOLORES ANN McDERMOTT. The address of the initial managers is 6720 Cadet Avenue, Fort Myers, Florida, 33905.

The initial managers shall serve until such time as the members appoint a successor manager or managers by majority vote.

IX -- LIABILITY OF MEMBERS

Members and Managers of the limited liability company are not personally liable under a judgment, decree, or order of a court or in any other manner, for a debt obligation or liability of the

company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization at Fort Myers, Florida, on this 16 day of April, 2010.

In accordance with Section 608.408(3) the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Dolores Ann McDermott
Dolores Ann McDermott

Signature of a member or an authorized representative of a member.)