

# 8/15/2012 12:11 FAX 239 641 8025 CUMMINGS & LOCKWOOD, LLC 0001/003  
**#L12000105555**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H12000205369 3)))



H120002053693ABC

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : CUMMINGS & LOCKWOOD, LLC  
Account Number : 102336001100  
Phone : (239) 649-3101  
Fax Number : (239) 430-3344

FILED  
12 AUG 15 AM 9:26  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

RECEIVED  
12 AUG 15 PM 13:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA LIMITED LIABILITY CO.  
WG MINERALS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

K. SALLY  
EXAMINER  
AUG 16 2012

Electronic Filing Menu

Corporate Filing Menu

Help

H12000205369 3

**ARTICLES OF ORGANIZATION  
OF  
WG MINERALS, LLC**

**ARTICLE I  
Name**

The name of this Limited Liability Company is **WG MINERALS, LLC** (the "Company").

**ARTICLE II  
Address**

The mailing address and street address of the principal office of the Company are:

c/o Cummings & Lockwood LLC  
The Brooks Grand Plaza  
8000 Health Center Boulevard, Suite 300  
Bonita Springs, Florida 34135

**ARTICLE III  
Purpose**

The purpose for which this limited liability company is organized is for any and all lawful business as a limited liability company.

**ARTICLE IV  
Duration**

The period of duration for the Company is perpetual.

**ARTICLE V  
Registered Office and Agent**

The name and the Florida street address of the registered agent are:

CLASP, INC.  
3001 Tamiami Trail North, Suite 400  
Naples, Florida 34103

*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 all statutes relating to the proper and complete performance of my duties, and I*

FILED  
12 AUG 15 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H12000205369 3

*am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

By: William N. Horowitz  
WILLIAM N. HOROWITZ  
Vice President

**ARTICLE VI**  
**Management**

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial managers of the Company are:

Wayne L. Laufer  
4989 Joewood Drive  
Sanibel, Florida 33957

Gayle M. Laufer  
4989 Joewood Drive  
Sanibel, Florida 33957

**ARTICLE VII**  
**Limitation on Agency Authority of Members**

Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company for the purpose of its business solely by virtue of being a member, and no member may bind the Company by taking any action solely by virtue of being a member.

**ARTICLE VIII**  
**Written Operating Agreement**

Any Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Company, as amended and in existence from time to time.

Dated this 15<sup>th</sup> day of August in the year 2012.

By: William N. Horowitz  
WILLIAM N. HOROWITZ  
Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)