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FLORIDA LIMITED LIABILITY CO.

White Oaks Real Estate Investments of Southwest Flor

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF ORGANIZATION  
OF**

**WHITE OAKS REAL ESTATE INVESTMENTS OF SOUTHWEST FLORIDA LLC**

**ARTICLE I**

**Name**

The name of this limited liability company is White Oaks Real Estate Investments of Southwest Florida LLC (the "Company").

**ARTICLE II**

**Existence**

The Company shall have perpetual existence.

**ARTICLE III**

**Purpose**

The Company is created for any lawful purpose (except that special statutes for the regulation and control of specific types of businesses shall control when in conflict herewith) and for the benefit of its members and such business as may be agreed on by its members.

**ARTICLE IV**

**Registered Agent and Address**

The mailing address of the principal office of the Company is 240 South Mt Auburn Road, Cape Girardeau, Missouri 63701, and/or such other place or places as may be designated by the Manager from time to time. The name and address of the initial registered agent of the Company is Pennington, P.A., c/o Christian F. O'Ryan, 2701 North Rocky Point Drive, Suite 900, Tampa, Florida 33607.

**ARTICLE V**

**Initial Members**

The initial members of the Company shall have the right to admit additional members upon the following terms and conditions.

1. Said members must wish to associate themselves with the Company;
2. Said members must pay an initial capital contribution in an amount to be established by the existing members; and
3. The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member of the Company, or the occurrence of any other event that terminates the continued membership of a member in the Company shall not result in the dissolution of the Company.

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Rather, the remaining members of the Company shall have the right to continue the business of the Company notwithstanding the foregoing events.

**ARTICLE VI**  
**Management of Company**

The Company shall be manager-managed by a manager (the "Manager") who shall be elected annually by the members in the manner prescribed by and provided for in the regulations of the Company. The Manager also shall hold the offices and shall have the responsibilities accorded to it by the members and as set out in the regulations of the Company. The name of the initial Manager who shall serve as Manager until the first annual meeting of the members or until its successor is elected and qualified is MaryBeth Kapp.

**ARTICLE VII**  
**Effective Date of Company**

The Effective Date of the existence of the Company shall commence on the date of execution and acknowledgment of these Articles of Organization, provided that these Articles of Organization are filed with the State of Florida Department of State within five (5) business days of such date. Otherwise, corporate existence shall commence on the date of filing of these Articles of Organization.

IN WITNESS WHEREOF, for the purpose of forming a limited liability company under the laws of the State of Florida, the undersigned executed these Articles of Organization on this 15<sup>th</sup> day of February, 2013.

By: \_\_\_\_\_



Christian F. O'Ryan, Esq.  
Authorized Representative

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**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, having been named to accept service of process for the above-stated limited liability company at the place designated in this certificate, hereby agrees to act in this capacity. The undersigned is familiar with and accepts the obligations of this position and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated this 15<sup>th</sup> day of February, 2013.

PENNINGTON, P.A.

By: \_\_\_\_\_



Christian F. O'Ryan, Esq.  
Authorized Representative

**Registered Office:**

2701 North Rocky Point Drive, Suite 900  
Tampa, Florida 33607

**Principal Office:**

40 South Mt Auburn Road  
Cape Girardeau, Missouri 63701

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