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(Address)

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(City/State/Zip/Phone #)

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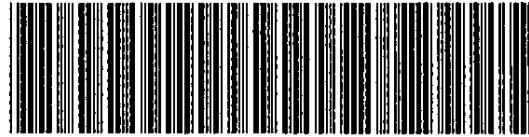
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**CLERK OF STATE**  
**TALLAHASSEE, FLORIDA**

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** NICOLE ALEXIS DEMISAY PROPERTY, LLC  
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

JAMES E. WILLIS, ESQ.  
(Name of Person)

JAMES E. WILLIS, ESQ.  
(Firm/Company)

975 6TH AVE S. STE 200  
(Address)

NAPLES, FL 34102  
(City/State and Zip Code)

For further information concerning this matter, please call:

JAMES E. WILLIS at ( 239 ) 435-0094  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |                                              |                                                                         |                                                                                                   |                                                                                                                                        |
|----------------------------------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(additional copy is enclosed) |
|----------------------------------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION**  
**OF**  
**NICOLE ALEXIS DEMISAY PROPERTY, L.L.C.**

**ARTICLE I**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this limited liability company shall be NICOLE ALEXIS DEMISAY PROPERTY, L.L.C., and the street address of its principal office shall be 475 Wedge Drive, Naples, Florida 34103, but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate, as well as establishing post office boxes to receive correspondence. The initial mailing address is Personal Mail Box #56, PO Box 413005, Naples, FL 34101.

**ARTICLE II**  
**PURPOSE AND POWERS**

This limited liability company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida and shall have all of the powers authorized by the State of Florida for limited liability companies but shall remain subject to statutes and regulations of the laws of the State of Florida for regulating and controlling business.

**ARTICLE III**  
**MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company. The initial number of managers is one. The number of Managers increased or increased from time to time as may be determined by an Operating Agreement adopted in writing by the full membership. At such time that the membership adopts an Operating Agreement the company shall be managed by said Manager or Managers in accordance therewith. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial Manager of the company is:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Michele Demisay  
475 Wedge Drive, Naples, Florida 34103.

Instruments and documents for the acquisition, mortgage, deposition, conveyance, lease, sale or transfer of the personal property or real property of this limited liability company may be executed on its behalf by a majority of the Managers.

**ARTICLE IV -- Limitation on Agency Authority of Members:**

Pursuant to Section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member. The Company is managed exclusively by a Manager or Managers and Members have no authority to bind the Company.

**ARTICLE V -- Operating Agreement**

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members. The Operating Agreement may provide for and regulate different classes of membership interests, which may consist of having voting and non-voting interests, and/or membership interests with different priorities at time of dissolution and distribution.

No member may assign any part or all of his interest, voluntarily or involuntarily, without the consent of the Manager(s) and of the non-assigning members which consent is given in accordance with the terms of the Operating Agreement and Article VI hereinafter set forth.

**ARTICLE VI -- Initial Member and Admission of New Members**

The subscribing initial members of the Limited Liability Company and their respective ownership are as follows:

Peter Demisay and Michele Demisay 100% as tenants by the entireties  
475 Wedge Drive, Naples, Florida 34103.

Except as set forth in an adopted Operating Agreement, 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. No member may assign any part or all of his interest, voluntarily or involuntarily, without the consent of a majority of the Manager(s) and a majority in interest of the other non-assigning members which consent is given in accordance with the terms of the Operating Agreement. 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 of the members of the company other than the member proposing to dispose of said member's interest approve of the proposed transfer by written consent.

#### **ARTICLE V**

#### **DURATION**

The company shall terminate on December 31, 2043, or at such earlier date as provided in the Operating Agreement. Subsequent to said termination date the Manager shall engage in only such matters as is reasonably required to liquidate the affairs of the Limited Liability Company

#### **ARTICLE VI**

#### **AMENDMENT**

These Articles may be amended by a vote of a majority in interest of the voting Members.

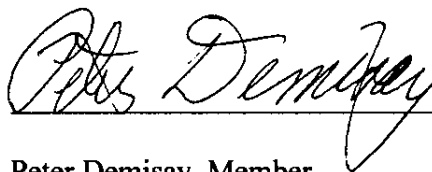
#### **ARTICLE VII**

#### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this limited liability company is 475 Wedge Drive, Naples, Florida 34103, and the name of the company's initial registered agent for service of process at that address is Michele Demisay.

The undersigned, being the original Members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of NICOLE ALEXIS DEMISAY PROPERTY, LLC.

Executed by the undersigned on this 21st day of March 2013.



Peter Demisay, Member



Michele Demisay, Member

**ACCEPTANCE OF REGISTERED AGENT**

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 am familiar with and accept the obligations of my position as Registered Agent, as provided for in Chapter 608, Florida Statutes.



Michele Demisay, Registered Agent

Dated: March 21, 2013