

LAW OFFICES
COTTRELL, WARCHOL, MERCHANT,
HELDRETH AND PARSONS

1833 BOUTHEART 47TH TERRACE
CAPE CORAL FLORIDA 33904
(813) 842 0700
FAX (813) 842 8027

JAMES L. COTTRELL
MARITHA B. WARCHOL
WILLIAM C. MERCHANT
SYLVIA F. HELDRETH
WADE H. PARSONS, P.A.
HARVEY ROLLINGS

MAILING ADDRESS:
POST OFFICE BOX 767
CAPE CORAL FLORIDA 33910

January 17, 1995

* also admitted in Kentucky
** also admitted in Illinois
*** also admitted in Michigan
**** also admitted in California

295000000070

Corporate Records Bureau
Division of Corporations/Limited Liability Companies
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

ATTN: Limited Liability Company

RE: Colling Private Properties, L.C.

Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Organization of the above-referenced limited liability company, together with a check in the amount of \$337.50, said check allocated as follows:

\$250.00	filing fee
\$ 20.00	registered agent fee
\$ 52.50	certified copy

Please return a certified copy of the Articles of Organization to this office.

Thank you for your cooperation in this matter.

Very truly yours,

Harvey Rollings

Harvey Rollings

HR\pjg
enclosures

FILED
JAN 20 1995
TALLAHASSEE, FLA.

ARTICLES OF ORGANIZATION
OF
COLLING PRIVATE PROPERTIES, L.C.

FILED
1935 JAN 20 PM 12:30
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be COLLING PRIVATE PROPERTIES, L.C., and its principal office shall be located at 1515 Cape Coral Parkway, in the City of Cape Coral, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company

powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Articles may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to

its members, whose names and addresses are as follows:

CLAUS COLLING
Priel 5/A 85408 Gammeludorf
Germany

ANGELIKA COLLING
Priel 5/A 85408 Gammeludorf
Germany

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of majority of the members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being January 1, of each year.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business,

or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII

DURATION

This limited liability company shall exist until perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1515 Cape Coral Parkway, City of Cape Coral, County of Lee, State of Florida, and the name of the company's initial registered agent at that address is Harley J. Cole.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of COLLING PRIVATE PROPERTIES, L.C.

Executed by the undersigned at GAHNHELSDORF, Germany, December 15th, 1994.

Claus Colling
CLAUS COLLING

Angelika Colling
ANGELIKA COLLING

STATE OF Bavaria
COUNTY OF Freising

The foregoing instrument was acknowledged before me this 15th day of December, 1994, by CLAUS COLLING and ANGELIKA COLLING, who have produced ID-CARD as identification.

Maria Ritch
NOTARY PUBLIC

Print Name: MARIA RITCH

(SEAL) Beglaubigt

My Commission Expires: 2001

Maria Ritch

Rechtsanwältin
Kirchfeldstraße 9
8051 Garmisch-Partenkirchen

Rechtsanwältin

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF BAVARIA)
COUNT OF FREISING)¹⁵

FILED
1995 JAN 20 PM 12:30
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes Section 608.407(2), the undersigned member of COLLING PRIVATE PROPERTIES, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$1,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$0.
4. The total amount of cash or property anticipated to be contributed by the members is \$1,000.00. This amount includes the amounts from 2 and 3 above.

Claus Colling
CLAUS COLLING

The foregoing instrument was acknowledged before me this 15th day of December, 1994, by CLAUD COLLING on behalf of COLLING PRIVATE PROPERTIES, a limited liability company. He is personally known to me or has produced ID-CARD as identification.

Maria Ritch
NOTARY PUBLIC

Print Name: MARIA RITCH

(SEAL)

Beglaubigt

My Commission Expires: 2001

Maria Ritch
Rechtsanwältin
Kirchfeldstraße 9
8051 Gammelsdorf
Tel.: 08766 / 584

Rechtsanwältin

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

FILED
1995 JAN 20 PM 12:30
TALLAHASSEE, FLORIDA

STATE OF FLORIDA }
 }S
COUNTY OF LEE }

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is COLLING PRIVATE PROPERTIES, L.C.

The name of the registered agent is HARLEY J. COLE and the street address of the company's principal office where the agent is located is 1515 Cape Coral Parkway, Cape Coral, Florida.

This statement is to acknowledge that, as indicated above, COLLING PRIVATE PROPERTIES, L.C. has appointed me, HARLEY J. COLE, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated December 31, 1994.

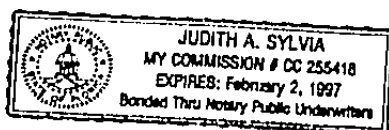
Harley J. Cole
HARLEY J. COLE

The foregoing instrument was acknowledged before me this 31st day of December, 1994 by HARLEY J. COLE, agent on behalf of COLLING PRIVATE PROPERTIES, a limited liability company. He is personally known to me or has produced _____ as identification.

Judith A. Sylvia
NOTARY PUBLIC
Print Name: Judith A. Sylvia

My Commission Expires:

(SEAL)



FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY
ANNUAL REPORT OF
1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporate Franchise Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

DOCUMENT #L95000000070

FILED

96 FEB 26 PM 3:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name and Mailing Address
of Limited Liability Company

COLLING PRIVATE PROPERTIES, L.C.
1515 CAPE CORAL PARKWAY
CAPE CORAL FL 33904

1a. Principal Place of Business Address

1515 CAPE CORAL PARKWAY
CAPE CORAL FL 33904

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business

2a. Mailing Address

Suite, Apt. #, etc.

City & State

Zip

Country

3. Date Organized or Qualified
01/20/1995

3a. State of Formation
FL

4. FEI Number
65-0522496

5. Date of Last Report

6. Certificate of Status Desired
☐ Applied For
☐ Not Applicable

7. Name and Address of Current Registered Agent

COLE, HARLEY J
1515 CAPE CORAL PARKWAY
CAPE CORAL FL 33904

8. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)
100001727457

Suite, Apt. #, etc.
-02/29/96--01005--031

City
FL

Zip Code
***238.75 ***238.75

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

DATE

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	COLLING, CLAUS	PRIEL 5/A 85408	GAMMELSDORF GERMANY
MEM	COLLING, ANGELIKA	PRIEL 5/A 85408	GAMMELSDORF GERMANY

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

Claus Colling

Angelika Colling

02.15.96