

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191

800-342-8086

CSC networks

MAIL TO:
P.O. Box 5020
TALLAHASSEE, FL 32301

ACCOUNT NO. : 072100000032

REFERENCE : 546781 81093A

000001418860

-02/23/95--01078--006

***337.50 ***337.50

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : February 22, 1995

ORDER TIME : 9:29 AM

ORDER NO. : 546781

CUSTOMER NO: 81093A

CUSTOMER: Mr. Craig R. Hersch
SHEPPARD BRETT & STEWART, P.A.

2121 West First Street
P. O. Drawer 400
Ft. Myers, FL 33901

FILING 250
R. AGENT 35
C. COPY 52.50
TOTAL 337.50
N. BANK _____
BALANCE DUE _____
REFUND _____

DOMESTIC FILING

L 95000000145

NAME: SANDERS BAYSHORE FARMS, L.C.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

12w
2-22-95
P

RECORDED
INDEXED
FEB 22 1995
DIVISION OF CORPORATION

FILED
95 FEB 22 PM 12:00
TALLAHASSEE, FL 32301
SECRET

ARTICLES OF ORGANIZATION
OF
SANDERS BAYSHORE FARMS, L.C.

FILED
95 FEB 22 PM 12 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, R. DAVID SANDERS, JEANNETTE B. SANDERS and KATE SANDERS, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, heroby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be SANDERS BAYSHORE FARMS, L.C., ("Company"). The principal place of business of the Company in Florida shall be: 2424 Ephraim Street, Fort Myers, Florida 33907-4315.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate not later than thirty (30) years from the date of filing of these Articles with the Florida Department of State unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSE AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is: Kate Sanders, 2424 Ephraim Street, Fort Myers, Florida 33907-4315.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A", attached hereto and made a part hereof by reference.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon 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.

ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations 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 names and addresses of the members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
R. David Sanders	1617 Bayhouse Court Unit 121 Sarasota, FL 34321
Jeannette B. Sanders	1617 Bayhouse Court Unit 121 Sarasota, FL 34321
Kate Sanders	2424 Ephraim Street Fort Myers, FL 33907-4315

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization for the foregoing uses

and purposes this 20th day of February, 1995.

R. David Sanders
R. DAVID SANDERS

Jeannette B. Sanders
JEANNETTE B. SANDERS

Kate Sanders
KATE SANDERS

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20th day of February, 1995, by R. DAVID SANDERS, (X) who is personally known to me or () who has produced N/A as identification.

(S E A L)
My Commission expires: _____

Craig R. Herich
Notary Public
Notary's Printed Name:
CRAIG R. HERICH



STATE OF Florida

COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 21st day of Feb, 1995, by JEANNETTE B. SANDERS, () who is personally known to me or () who has produced FI 71-2530 422 11-914-0 as identification.

(S E A L)
My Commission expires: 2-28-98

Jennifer G. Bailey
Notary Public
Notary's Printed Name:
Jennifer G. Bailey




STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20th
day of February, 1995, by KATE SANDERS, (X) who is
personally known to me or () who has produced N/A
as identification.

(S E A L)

My Commission expires: _____


Notary Public
Notary's Printed Name:
CRAG R. HERSCH

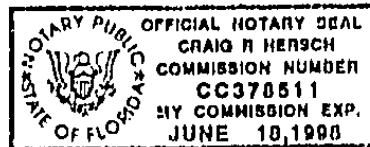


EXHIBIT "A"
CAPITAL CONTRIBUTIONS

<u>NAME</u>	<u>CASH</u>	<u>NOTE</u>	<u>TOTAL</u>
KATE SANDERS	13,676		
R. DAVID SANDERS and JEANNETTE B. SANDERS	61,884		

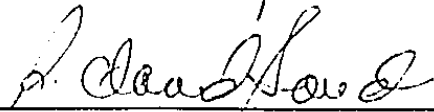
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED
95 FEB 22 PM 12:06
SECRET
TALLAHASSEE, FLORIDA

THE UNDERSIGNED authorized representative is a member of SANDERS DAYSHORE FARMS, L.C., deposes and says:

1. The above-named limited liability company has at least two (2) members.
2. The total amount of cash and notes contributed by the members is (\$75,560.00) Seventy Five Thousand Five Hundred Sixty Dollars.
3. The members are not contributing any property to the initial capitalization of the organization.
4. The total amount of cash and property contributed in its initial capitalization is (\$75,560.00) Seventy Five Thousand Five Hundred Sixty Dollars, and the members anticipate contributing at least an additional (\$5,000.00) Five Thousand Dollars to the organization in the near future.
5. The signature of the authorized representative of a member is in accordance with Section 608.408(3), Florida Statutes.
6. The execution of this Affidavit constitutes an affirmation under the penalties of perjury, and that the facts stated herein are true.

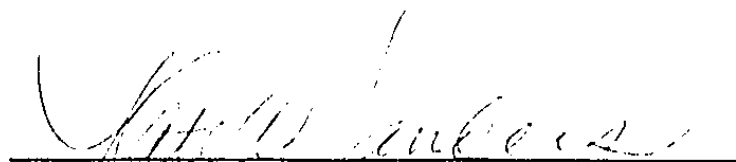
EXECUTED this 20TH day of February, 1995.



R. David Sanders

RESIDENT AGENT ACCEPTANCE

I, KATE SANDERS, located at 2424 Ephraim Stroot, Fort Myers, Florida 33907-4315, having been named to accept service of process for SANDERS BAYSHORE FARMS, L.C., hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.


KATE SANDERS

Date: 2/20/95

FILED
95 FEB 22 PM 12:04
STATE
SECRETARY, FLORIDA
TALLAHASSEE, FLORIDA