

THOMAS E. MOOREY  
ATTORNEY AT LAW

1430 ROYAL PALM SQUARE BLVD SUITE 105  
FORT MYERS, FLORIDA 33919

(813) 278-8008  
FAX (813) 278-2043

L95000000443

1995  
JUN 14 1995  
STATE  
SECRET  
JUN 14 1995

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: RAM ATLANTIC CORPORATION, L.C.

Gentlemen:

I am herewith enclosing an original and a copy of Articles of Organization for the above-named Limited Liability Company. In addition, a check in the amount of \$285.00 is enclosed which represents the following fees:

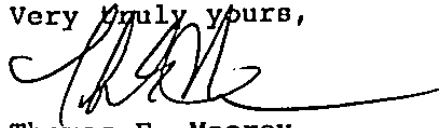
Filing Fee	\$ 250.00
Registered Agent Fee	35.00
Total	\$ 285.00

800001506598  
-06/06/95--01089--002  
\*\*\*\*285.00 \*\*\*\*285.00

Please file the original of the enclosed Articles of Organization and return a copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,



Thomas E. Moorey

TEM:bd  
Enclosures

SHARON L. TALA

JUN 14 1995

ARTICLES OF ORGANIZATION  
OF  
RAM ATLANTIC CORPORATION, L.C.

FILED  
\$5 JUN-5 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

NAME

The name of this Company is RAM ATLANTIC CORPORATION, L.C.

ARTICLE II

PURPOSE

This Company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

ARTICLE III

CAPITAL CONTRIBUTIONS

Initial contributions to capital in an aggregate amount of One hundred and 00/100 Dollars (\$100.00) shall be paid to this Company in cash or in property by the Members in such amounts as are set forth below:

KALM OF SOUTHWEST FLORIDA, INC. a Florida corporation	\$ 50.00
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RFA OF SOUTHWEST FLORIDA, INC. a Florida corporation	\$ 50.00
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From time to time, the Members may determine by a unanimous vote that additional contributions to capital are deemed necessary to finance the business and affairs of this Company.

In the event of such a determination, this Company will notify each Member of such Member's obligations to make an additional contribution to capital. Each Member shall be

to make an additional contribution to capital in proportion to such Member's then existing non-retained, contributed in any other proportion which the Members may agree.

#### ARTICLE IV

##### ADMITTANCE OF NEW MEMBERS

The Members shall be entitled to admit new Members by unanimous consent. The Members shall unanimously determine the contributions to capital required of the new Members at the time of admission.

#### ARTICLE V

##### MANAGEMENT AND POWERS

The business of this Company shall be managed under the direction of one or more Managers. All powers of this Company shall be exercised only by or under the authority of such Managers, except as otherwise provided by law, these Articles of Organization, the Regulations or Operating Agreement of this Company. The following is the name and address of the members who shall serve as Managers, at the pleasure of the Members, until the first annual meeting of Members:

<u>NAME</u>	<u>ADDRESS</u>
KALM OF SOUTHWEST FLORIDA, INC. a Florida corporation	13562 Pine Villa Lane Fort Myers, Florida 33912
RFA OF SOUTHWEST FLORIDA, INC. a Florida corporation	108 Huntington Drive Naples, Florida 33942

#### ARTICLE VI

##### REGULATIONS AND OPERATING AGREEMENT

The power to alter, amend or repeal the Regulations and Operating Agreement of this Company shall be vested solely in the Members.

#### ARTICLE VII

##### PRINCIPAL PLACE OF BUSINESS AND INITIAL REGISTERED AGENT

The street address of the principal place of business of this Company shall be 108 Huntington Drive, Naples, Florida 33942 County of Collier, State of Florida.

This Company reserves the right, power and authority to establish branch offices at such places as may be designated by

this Company. The initial registered agent of this Company shall be RAY F. ANDERSON, whose street address is 100 Huntington Drive, Naples, 33942, County of Collier, State of Florida.

#### ARTICLE VIII

##### DURATION; DISSOLUTION

This Company shall exist for a period of thirty (30) years, unless earlier terminated by the terms of this Article VIII. This Company shall be dissolved upon the occurrence of any event which terminates the membership of any Member as a matter of law, unless the remaining Members unanimously consent to the continued existence of this Company within ninety (90) days after the date of occurrence of such event. This Company shall be dissolved upon the unanimous consent of the Members.

#### ARTICLE IX

##### AMENDMENT

The power to alter, amend or repeal these Articles of Organization shall be vested solely in the Members.

The undersigned, being all of the original Members of this Company, certify that the foregoing constitutes the entire proposed Articles of Organization of this Company.

Executed by the undersigned at Fort Myers, Lee County, Florida, on this 25 day of MAY, 1995.

RFA OF SOUTHWEST FLORIDA, INC.,  
A Florida corporation

BY: Ray F. Anderson  
RAY F. ANDERSON  
President


KALM OF SOUTHWEST FLORIDA, INC.  
A Florida corporation

BY: Orlando M. Riera  
ORLANDO M. RIERA  
President

STATE OF FLORIDA  
COUNTY OF COLLIER

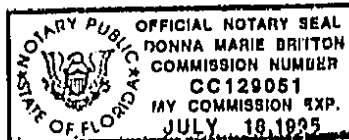
Before me personally appeared RAY F. ANDERSON, President of  
RFA OF SOUTHWEST FLORIDA, INC., a Florida corporation, to me  
personally known, or who has produced \_\_\_\_\_  
\_\_\_\_\_ as identification, and known to me to be  
the person described in and who executed the foregoing instru-  
ment, and acknowledged to and before me that he executed said  
instrument for the purposes therein expressed.

WITNESS my hand and official seal this 25 day of  
April, 1995.

  
Notary Public

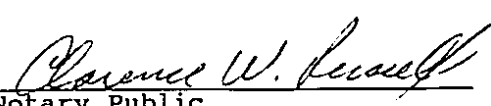
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF LEE



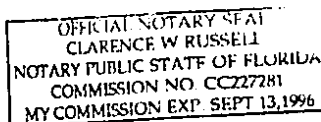
Before me personally appeared ORLANDO M. RIERA, President of  
KALM OF SOUTHWEST FLORIDA, INC., a Florida corporation, to me  
personally known, or who has produced \_\_\_\_\_  
\_\_\_\_\_ as identification, and known to me to be  
the person described in and who executed the foregoing instru-  
ment, and acknowledged to and before me that he executed said  
instrument for the purposes therein expressed.

WITNESS my hand and official seal this 25 day of  
MAY, 1995.

  
Notary Public

My Commission Expires:

9-13-96



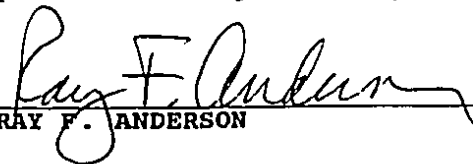
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: **RAM ATLANTIC CORPORATION, L.C.**
2. The name and address of the registered agent and office is:

**RAY F. ANDERSON**  
108 Huntington Drive  
Naples, Florida 33942


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.

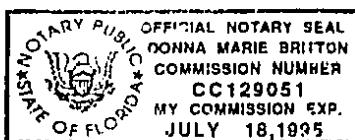
  
RAY F. ANDERSON

Date: 4-25-95

STATE OF FLORIDA  
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 1995, by RAY F. ANDERSON who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
Notary Public



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

FILED  
JUN-6 1996  
CLARENCE W. RUSSELL  
NOTARY PUBLIC  
STATE OF FLORIDA

The undersigned member or authorized representative of a member of **RAM ATLANTIC CORPORATION, L.C.**, deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is One Hundred and 00/100 Dollars (\$100.00).
3. If any, the agreed value of property other than cash contributed by members is \$ -0-.
4. The total amount of cash or property anticipated to be contributed by members is One Hundred and 00/100 Dollars (\$100.00). This total includes amounts from No. 2 and 3 above.

**KALM OF SOUTHWEST FLORIDA, INC.**  
A Florida corporation

BY: [Signature]  
**ORLANDO M. RIERA, President**  
Member

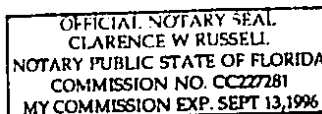
STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 25 day of MAY, 1995, by **ORLANDO M. RIERA**, as President of **KALM OF SOUTHWEST FLORIDA, INC.**, a Florida corporation, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Clarence W. Russell  
Notary Public

My Commission Expires:

9-13-96




# 2nd NOTICE:

Limited Liability Company Will Be Dissolved On Or  
After August 21, 1998. If Dissolved, Minimum Amount  
Due To Reinstato: \$738.75

APPROVED  
AND  
FILED

06/06/96 PM 4:05

STATE  
FLORIDA

<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>1996</b>	 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Sandra D. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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<b>FILING FEE</b> <b>\$ 263.75</b>	Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee + \$25.00 LATE FEE <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>
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<b>1. Name and Mailing Address of Limited Liability Company</b>  <b>DOCUMENT # L95000000443</b>  RAM ATLANTIC CORPORATION, L.C. 108 HUNTINGTON DR. NAPLES FL 33942
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<b>1a. Principal Place of Business Address</b>  108 HUNTINGTON DR. NAPLES FL 33942
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If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a	
<b>2. Principal Place of Business</b>  Suite, Apt. #, etc.  City & State  Zip Country	<b>2a. Mailing Address</b>  Suite, Apt. #, etc.  City & State  Zip Country

<b>3. Date Organized or Qualified</b> 06/06/1995	<b>3a. State of Formation</b> FL
<b>4. FCI Number</b> 65-0586560	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
<b>5. Date of Last Report</b>	<b>6. Certificate of Status Desired</b> <input checked="" type="checkbox"/> Additional Fee Required

<b>7. Name and Address of Current Registered Agent</b>  ANDERSON, RAY F 108 HUNTINGTON DR. NAPLES FL 33942
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<b>8. Name and Address of New Registered Agent</b>  Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code <b>FL</b>
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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 Ray F. Anderson DATE 7/15/96

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
	<del>MGRM RFA OF SOUTHWEST FLOR</del> MGRM RFA OF SOUTHWEST FLORI	<del>13562 PINE VILLE LANE</del> 108 HUNTINGTON DR.	<del>T. MYERS FL</del> NAPLES FL 700001901327 -07/23/96--01033--010 ****263.75 ****263.75 <u>Q. Allen</u> 7-19-96

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: Ray Anderson, President RAY ANDERSON, PRESIDENT 7/15/96 (94) 592-1314