

McLin Burnsed Morris
Johnson & Robuck

ATTORNEYS AT LAW

PROFESSIONAL
ASSOCIATION

Susan A. Baker
R. Dewey Burnsed
Stephen W. Johnson
Walker S. McLin, III
O. Michael Mahoney
Fred A. Morrison
Richard P. Newman
John R. Reid, Jr.
H.D. Robuck, Jr.
Steven M. Roy
Kevin A. Sentner
Phillip S. Smith

L9500000643

August 9, 1995

Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Request for Certification of Filing Articles of
Organization of MIWEEK, L.C.

Gentlemen:

Find enclosed our firm's check in the amount of \$337.50, to cover the following fees of your office.

Filing Fee	\$250.00
Certification of Charter	52.50
Registered Agent Designation	35.00

We enclose executed original and one copy of the Articles of Organization of this limited liability company, with executed registered agent form thereon. Please endorse your approval on the copy, certify the same and return it to us.

Thank you for your attention to this matter.

Sincerely,

Janice Mansfield
Janice Mansfield
Corporations Assistant

8/12/95
1-cc
8/15/95
JD

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-08/11/95--01059--001
****337.50 ****337.50

enc
j/corpform/lilc\lilcArt.ltr

W95-16323

REPLY TO: LEESBURG OFFICE: 1000 West Main Street, Post Office Box 491357, Leesburg, Florida 34749-1357 ■ 904/787-1241 FAX: 904/326-2608

LEESBURG BRANCH OFFICE: 610 East Main Street, Leesburg, Florida 34748 ■ 904/326-3455 FAX: 904/365-0055

VILLAGES OF LADY LAKE OFFICE: 1100 Main Street, Lady Lake, Florida 32159 ■ 904/753-4690 FAX: 904/753-0498



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1995

JANICE MANSFIELD
MCLIN, BURNSD MORRISON ET AL
POST OFFICE BOX 491357
LEESBURG, FL 34749-1357

SUBJECT: MIWEEK, L.C.
Ref. Number: W95000016373

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

I HAVE ENCLOSED THE AFFIDAVIT FOR YOUR CONVENIENCE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 195A00038134

ARTICLES OF ORGANIZATION
OF
MIWEEK, L.C.

FILED
JUL 22 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 609 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME.

The name of the Limited Liability Company is:
Miweek, L.C.

2. PERIOD OF DURATION.

The period of duration of the Limited Liability Company shall be from the effective date until the first to occur of the following:

(i) Thirty years from the effective date of these Articles of Organization, or

(ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act or pursuant to the Articles of Organization of the Limited Liability Company.

3. PURPOSE.

The purpose for which the Limited Liability Company is organized is to hold title to one or more boats and to engage in any and all other businesses and activities permitted by the laws of the State of Florida and unanimously agreed to by all members. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

4. ADDRESS OF PLACE OF BUSINESS.

The address of the place of business in Florida for the Limited Liability Company is: 1100 Main Street, Suite 205, Lady Lake, Florida 32159.

5. REGISTERED AGENT.

The name and address of the initial registered agent in Florida for the Limited Liability Company is: John E. Parker, 1 Hickory Head Hammock, Lady Lake, Florida 32159.

6. CAPITAL CONTRIBUTION.

The total amount of cash, and a description of the agreed value of property other than cash, contributed to the Limited Liability Company is as follows: cash is being contributed to the Limited Liability Company for a total aggregate capital contribution of \$10,500.

7. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events upon the happening of which, they shall be made, are as follow: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon agreement by a majority of the members of the Limited Liability Company.

8. ADDITIONAL MEMBERS.

Members may admit additional members upon unanimous agreement of the then existing members.

9. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

10. MANAGEMENT.

The Limited Liability Company is to be managed by the members. The name and address of such members are as follows:

STEVEN C. COUNTS
3021 N.W. 21st Street
Ocala, Florida 34475

MARTIN L. DZURO
715 Oak Lane
Lady Lake, Florida 32159

ROBERT E. FARNER
P. O. Box 690
Tavares, Florida 32778

JOHN FRANCIS KILEY
980 Bichara Blvd.
Lady Lake, Florida 32159

JOHN E. PARKER
1 Hickory Head Hammock
Lady Lake, FL 32159

JAMES H. PARR, SR.
#3 Live Oaks Drive
Oxford, Florida 34484

DOUGLAS C. WADE
P. O. Box 1212
Lady Lake, Florida 32159

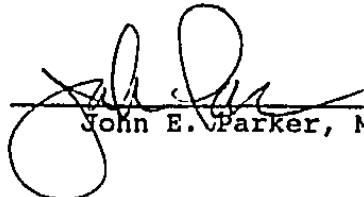
11. Effective Date.

The effective date of the Limited Liability Company is the date of filing these Articles of Organization.

12. Executing Member.

The member executing these Articles of Organization on behalf of all of the members, is John E. Parker, whose address is set forth above.

Executed at Lady Lake, Florida on the 2 day of August, 1995.



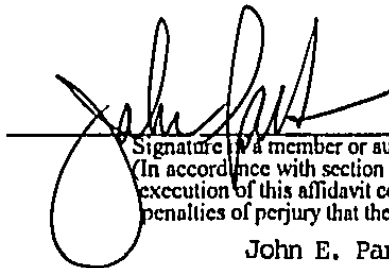
John E. Parker, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of MIWEEK, 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 member(s) is \$ 10,500.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- .
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ -0- .
- 5) the total amount of 2, 3, and 4 is \$ 10,500.00 .



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

John E. Parker

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
FOR
MIWEEK, L.C.
A LIMITED LIABILITY COMPANY

FILED
95 AUG 22 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT 1 HICKORY HEAD HAMMOCK, LADY LAKE, FLORIDA 32159, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature: *John E. Parker*

Registered Agent

Name: John E. Parker

Date: Aug 22, 1995

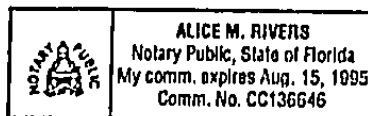
STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 22 day of August, 1995, by John E. Parker, as a Member of Miweek, L.C., who is personally known to me.

Alice M. Rivers
NOTARY PUBLIC - STATE OF FLORIDA
(Signature of Notary Public)


Alice M. Rivers
(Print Name of Notary Public)

CC136646
(Serial/Commission Number)



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

APPROVED

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 230.75		Annual Report \$100.00 + \$130.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company MIWEEK, L.C. 1100 MAIN STREET STE 205 LADY LAKE FL 32159		DOCUMENT #L95000000643	
1a. Principal Place of Business Address 1100 MAIN STREET STE 205 LADY LAKE FL 32159		1b. Principal Place of Business Address 1100 MAIN STREET STE 205 LADY LAKE FL 32159	
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip		2a. Mailing Address Suite, Apt. #, etc. City & State Zip	
3. Date Organized or Qualified 08/22/1995		3a. State of Formation FL	
4. FET Number 593328708		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report		6. Certificate of Status Desired <input type="checkbox"/> No Additional Fee Required	
7. Name and Address of Current Registered Agent PARKER, JOHN E 1 HICKORY HEAD HAMMOCK LADY LAKE FL 32159		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code 30000-1749373 -03/19/96--01036--007 ****228,75 ****228,75 FL	
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 _____		DATE _____	
(Registered Agent Accepting Appointment) (FET) (Registered Agent signature required when reinstating)			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	COUNTS, STEVEN C	3021 NW 21ST STREET	OCALA FL
MGRM	DZURO, MARTIN L	715 OAK LANE	LADY LAKE FL
MGRM	KILEY, JOHN F	980 BICHARA BLVD.	LADY LAKE FL
MGRM	PARKER, JOHN E	1 HICKORY HEAD HAMMOCK	LADY LAKE FL
MGRM	PARR, JAMES H SR.	3 LIVE OAKS DRIVE	OXFORD FL
MGRM	WADE, DOUGLAS C	POST OFFICE BOX 1212	LADY LAKE FL
MGRM	FARNER, ROBERT E.	POST OFFICE BOX 690	TAVARES FL
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: _____		2-5-96 904 953 6260	
SIGNATURE AND TITLE OF AUTHORIZED NAME OF OFFICER, MANAGER, MEMBER OR MANAGER			

L95000000643

McLin Burnsed Morrison
Johnson & Robuck PROFESSIONAL
ASSOCIATION
ATTORNEYS AT LAW

Susan A. Dalmer
R. Dewey Burnsed
Stephen W. Johnson
Walter S. McLin, III
C. Michael Mahoney
Fred A. Morrison
Richard P. Newman
John R. Rekl, Jr.
H.D. Robuck, Jr.
Steven M. Roy
Kevin A. Sentner
Phillip S. Smith

April 23, 1996

Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

300001802323
-05/01/96--01003--010
*****87.50 *****87.50

Re: Certificate of Amendment to Articles of Organization
of MIWEEK, L.C.

700001830487
-05/20/96--01077--009
*****17.50 *****17.50

Gentlemen:

Find enclosed our firm's check in the amount of \$87.50, to cover the following fees of your office.

Filing Fee	\$35.00
Certified Copy of Amendment	52.50

We enclose executed original and one copy of the Certificate of Amendment to Articles of Organization. Please endorse your approval on the copy, certify the same and return it to us.

Thank you for your attention to this matter.

Sincerely,

Kevin A. Sentner

Kevin A. Sentner

KAS/jms
encs
j/corpform/amend.ltr

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 17 AM 9:07
Amended
TLL MAY 17 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 8, 1996

KEVIN A. SENTNER, ESQ.
MCLIN, BURNSED, MORRISON, JOHNSON, ET AL
1100 MAIN STREET, SUITE 211
LADY LAKE, FL 32159

SUBJECT: MIWEEK, L.C.
Ref. Number: L95000000643

We have received your document for MIWEEK, L.C. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file this document is \$52.50. For each certified copy requested, please add an additional \$52.50.

There is a balance due of \$17.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 096A00022464

RECEIVED

96 MAY 16 AM 8:23

DIVISION OF CORPORATIONS

F

CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
MIWEEK, L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 17 AM 9:07

Pursuant to the provisions of Section 608.411 of the Florida Statutes, the Members and Shareholders of MIWEEK, L.C., a Florida Limited Liability Company, hereby amends the Articles of Organization which were filed on August 22, 1995.

Due to an Assignment of Interest by Martin L. Dzuro to Steven C. Counts, article 10 of the Articles of Organization is amended to read as follows:

10. MANAGEMENT.

The Limited Liability Company is to be managed by the members. The name and address of such members are as follows:

STEVEN C. COUNTS
3021 N.W. 21st Street
Ocala, Florida 34475

ROBERT E. FARNER
P.O. Box 690
Tavares, Florida 32778

JOHN FRANCIS KILEY
980 Bichara Blvd.
Lady Lake, Florida 32159

JOHN E. PARKER
1 Hickory Head Hammock
Lady Lake, Florida 32159

JAMES H. PARR, SR.
#3 Live Oaks Drive
Oxford, Florida 34484

DOUGLAS C. WADE
P.O. Box 1212
Lady Lake, Florida 32159

IN WITNESS WHEREOF, the undersigned Member/Resident Agent of this company has executed this Certificate of Amendment this 22 day of April, 1996.


JOHN E. PARKER, Member