

L9500000922

THOMPSON & COMPANY, L. P. A.

ATTORNEYS AT LAW
SOUTHAMPTON SQUARE
7434 JAGER COURT

CINCINNATI, OHIO 45230-4844

AREA CODE (513) 232-7576

JAMES W. THOMPSON
DONALD H. RENCH JR.

OF COUNSEL
WILLIAM B. STRUBBE *

TELECOPIER
(513) 232-7684

* ALSO ADMITTED IN KY

November 24, 1995

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

SUBJECT: NEW RIVER RANCH, L.C.
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy of the articles of organization and a check for:

☐ \$285.00
Filing Fee
& Registered
Agent designation

☐ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☒ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☐ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

FROM: James W. Thompson, Thompson & Co., L.P.A.
Name (Printed or typed)

7434 Jager Court
Address

Cincinnati, OH 45230
City, State & Zip

513-232-7576
Daytime Telephone number

OUR FILE- 5634B95001

NOTE: Please provide the original and one copy of the articles.

500001648275
-11/29/95--01024--003
****337.50 ****337.50

MEMO WAS
1-CC
FISA - 52344

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

NEW RIVER RANCH, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

24700 State Route 60, River Ranch, FL 33867

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

The term of the Company shall begin upon the filing of Articles of Organization with the Secretary of State of Florida and shall continue in existence Thirty (30) years, unless its existence is sooner terminated pursuant to these Articles, the Regulations of the Company or by applicable provisions of Chapter 608, Florida Statutes.

ARTICLE IV - Management:

(check and complete the appropriate statement)



The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Donald F. Lykins
P.O. Box 30116
583 Waterway Drive
River Ranch, FL 33867

RECORDED
SECRETARY OF FLORIDA
FEB 19 1990

Robert A. Margol
P.O. Box 30195
359 Possum Path
River Ranch, FL 3.

Robert G. Morris
Shadow Brock Dr.
Tunkhammock, PA 18657

- ☐ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

Additional Members may be admitted to the Company upon the approval of a majority of the Managers and the consent of a majority of the Members. Admission as a Member shall be upon the same terms and conditions as applicable to existing members and in consideration of the payment of the same capital contribution in amount and kind to the Company as paid by each of the existing Members for a membership share. In no event shall the total number of Members exceed twenty (20).

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on 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 shall be:

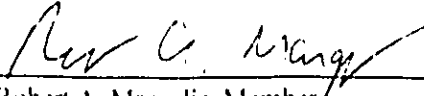
The Company shall be dissolved upon the happening of any of the following events:

(A) when the period fixed for its duration in **ARTICLE III** has expired;

(B) upon the unanimous written agreement of the Members; or

(C) upon the happening of any event specified in Section 608.441, Florida Statutes, as causing the withdrawal of a Member unless a majority of the remaining Members, within ninety (90) days after the event or occurrence, unanimously elect to continue the business of the Company pursuant to the terms of these Articles or the Regulations of the Company.

IN WITNESS WHEREOF, I have subscribed my name this 24 day of November, 1995 and do affirm under penalties of perjury that the facts stated herein are true.


Robert A. Margolis, Member

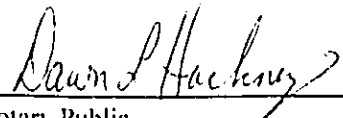
STATE OF FLORIDA)
) SS:
COUNTY OF POLK)

On the 24th day of November, 1995, before me, a Notary Public, personally appeared Robert A. Margolis, known to me (or satisfactorily proven) to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last aforesaid.



DAWN L. HACKNEY
My Comm Exp. 3/31/98
Bonded By Service Ins
No. CC360834
☒ Personally Known ☐ Other L.A.

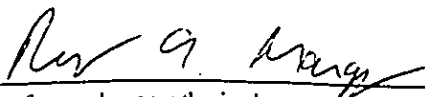

Notary Public

NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **NEW RIVER RANCH,**
L.C. deposes and says:

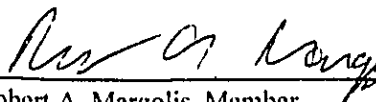
- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is \$ 100,000.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____ .
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 1,400,000.00 .
- 5) the total amount of 2, 3, and 4 is \$ 1,500,000.00 .



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.)

NEW RIVER RANCH, L.C.
APPOINTMENT OF REGISTERED AGENT

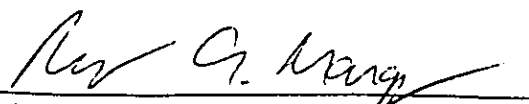
The undersigned Member of **NEW RIVER RANCH, L.C.**, hereby appoints **Robert A. Margolis**, upon whom any process, notice of demand required or permitted by statute to be served upon the Company may be served. The complete address of the registered agent is **P.O. Box 30195, 359 Possum Path, River Ranch, FL 33867**.


Robert A. Margolis, Member

[Circular notary stamp: NOTARY PUBLIC, FLORIDA, NOV 29 PM 1:30]

ACCEPTANCE

Robert A. Margolis hereby accepts appointment as agent for New River Ranch, L.C. and agrees as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post his name in some conspicuous place in the office as required by law.


Robert A. Margolis

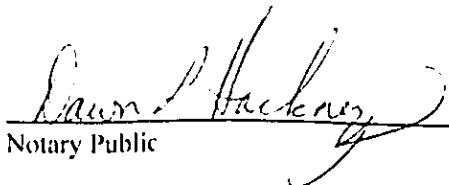
STATE OF FLORIDA)
) SS
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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last aforesaid.



DAWN L. HACKNEY
My Comm Exp. 3/31/98
Bonded By Service Ins
No. CC360834
Personally Known Other L &


Notary Public

NOV 24 1995
POLK COUNTY, FLORIDA

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

**APPROVED
AND
FILED**

96 MAR 25 AM 10:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

**FILING FEE
\$ 238.75**

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

1. Name and Mailing Address
of Limited Liability Company

DOCUMENT #L95000000922

NEW RIVER RANCH, L.C.
~~24700 STATE ROUTE 60~~
RIVER RANCH FL 33867

1a. Principal Place of Business Address

24700 STATE ROUTE 60
RIVER RANCH FL 33867

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

2. Principal Place of Business

Same
Suite, Apt. #, etc.

City & State

Zip

Country

2a. Mailing Address

P.O. Box 3020
Suite, Apt. #, etc.

City & State

Zip

Country

3. Date Organized or Qualified

11/28/1995

3a. State of Formation

FL

4. FEI Number

59-332833

☐ Applied For

☐ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

☐ Active ☐ Dissolved ☐ Revoked

7. Name and Address of Current Registered Agent

MARGOLIS, ROBERT A
359 POSSUM PATH
RIVER RANCH FL 33867

8. Name and Address of New Registered Agent

Name

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

Suite, Apt. #, etc.

City

400001760714
-03/28/96--01037-020
****238.75 ****238.75
FL
Zip Code

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 appointing)

DATE

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

MGRM LYKINS, DONALD F

MGRM MARGOLIS, ROBERT A

MGRM MORRIS, ROBERT G

583 WATERWAY DRIVE

359 POSSUM PATH E

SHADOW BROOK DRIVE

RIVER RANCH FL

RIVER RANCH FL

TUNKHAMMOCK PA

[Signature]
3/25/96

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) (f), 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:

[Signature] ROBERT MARGOLIS
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

2-20-96

941-692-1361