

LA5000000965

THOMAS EDWARD SHINE  
ATTORNEY AT LAW  
905 SARNO ROAD - SUITE A  
P.O. BOX 361293  
MELBOURNE, FLORIDA 32936-1293

TEL. 407-254-4567

FAX 407-254-6111

December 12, 1995

Ms. Jo Mynard  
Division of Corporations  
Secretary of State  
P.O. Box 6327  
Tallahassee, Florida 32314

200001667262  
-12/21/95--01005--004  
\*\*\*\*285.00 \*\*\*\*285.00

RE: Lost Lakes of Cocoa, L.C.

Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Organization for the above limited liability company.
2. Original and one copy of Affidavit of Membership and Contributions for the above limited liability company.
3. My check in the sum of \$285.00 for filing.

Please file and return the proof of filing of same to this office as soon as possible in the enclosed envelope.

Very truly yours,

ch  
Enclosures

285.00 F.F.

THOMAS E. SHINE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 DEC 13 PM 3:43

FILED

Articles of Organization  
for  
Florida Limited Liability Company  
of  
Lost Lakes of Cocoa, L.C.

FILED

95 DEC 13 PM 3:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

**NAME:** The name of the Limited Liability Company is: Lost Lakes of Cocoa, L.C.

ARTICLE II

**DURATION:** The period of duration for the Limited Liability Company shall be thirty years from date of filing of Articles of Organization.

ARTICLE III

**ADDRESS:** The mailing address of the principal office of the Limited Liability Company is: 604 Virginia Street, East, Charleston, West Virginia 25301.

The street address of the principal office of the Limited Liability Company is: 604 Virginia Street, East, Charleston, West Virginia 25301.

ARTICLE IV

**REGISTERED AGENT:** The name and address of the initial registered agent is:

Thomas E. Shine  
905 Sarno Road  
Melbourne, Florida 32935

## ARTICLE V

**MANAGEMENT:** 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:

- A. POCATALICO Limited Liability Company, a West Virginia L.L.C.  
Attn: P. Rodney Jackson, Attorney at Law  
604 Virginia Street, East  
Charleston, West Virginia 25301
- B. Burdette Realty Inc., A W.Va. Corp., Foster B. Burdette  
P.O. Box 7479  
Charleston, WV 25356

## ARTICLE VI

**ADMISSION OF ADDITIONAL MEMBERS:** The right to admit additional members and the terms and conditions of the admissions shall be: The right of the remaining members to admit additional members is authorized and the terms and conditions shall be determined by the members.

## ARTICLE VII

**MEMBERS RIGHTS TO CONTINUE BUSINESS:** The right 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 is authorized.

IT WITNESS WHEREOF we, undersigned, being each of the original subscribing members do make and file these Articles of Organization for the purposes expressed, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seals, this 12th day of December 1995.



Foster B. Burdette, Member

STATE OF FLORIDA  
COUNTY OF BREVARD

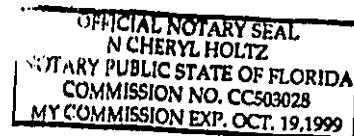
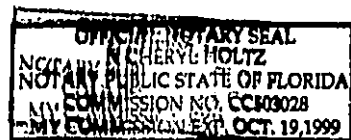
The foregoing instrument was acknowledged before me this 12th day of December 1995 by FOSTER B. BURDETTE who is personally known to me and who did take an oath.

*N. Cheryl Holtz*

N. Cheryl Holtz

Notary Public

My Commission Expires:



# Affidavit of Membership and Contributions

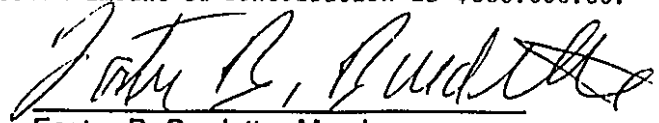
FILED

95 DEC 13 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

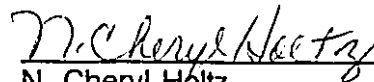
The undersigned member or authorized representative of a member of  
Lost Lakes of Cocoa, L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by each member is \$200,000.00.
3. If any, the agreed value of property other than cash contributed by each member(s) is none.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$300,000.00 each. The total amount of contribution is \$600,000.00.

  
Foster B. Burdette, Member

STATE OF FLORIDA  
COUNTY OF BREVARD

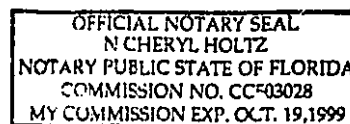
The foregoing instrument was acknowledged before me this 12th day of December 1995 by FOSTER B. BURDETTE who is personally known to me and who did take an oath.



N. Cheryl Holtz

Notary Public

My Commission Expires:



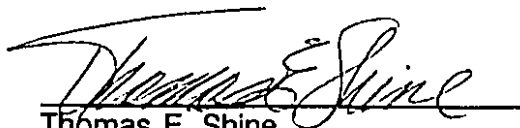
**Certificate of Designation of  
Registered Agent/Registered Office**

95 DEC 13 PM 3:41  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407, 608.415, 608.416, 608.57, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The undersigned Registered Agent is familiar with and accepts the obligations of Registered Agent.

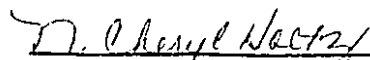
The undersigned, having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the 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.

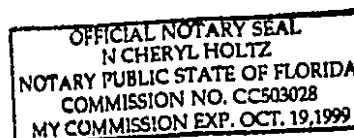
  
Thomas E. Shine

12-12-95  
Date

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 12th day of December 1995 by **THOMAS E. SHINE** who is personally known to me.

  
N. Cheryl Holtz  
Notary Public  
My Commission Expires:



L95000000965

STRAUGHN, STRAUGHN & TURNER, P.A.

ATTORNEYS AND COUNSELORS AT LAW

255 MAGNOLIA AVENUE

POST OFFICE BOX 2295

WINTER HAVEN, FLORIDA

33883-2295

JACK STRAUGHN  
RICHARD E. STRAUGHN  
MARK G. TURNER

TELEPHONE: (941) 293-1184  
FAX: (941) 293-3051

May 16, 1996

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

000001833180  
-05/21/96--01159--001  
\*\*\*250.00 \*\*\*250.00

Re: Lost Lakes of Cocoa, L.C.  
Our File No. 3088/001

To Whom it May Concern:

Enclosed please find Amended and Restates Articles of Organization for Lost Lakes of Cocoa, L.C. I have also enclosed our check in the amount of \$250.00 which represents the filing fee.

Should you have any questions or concerns, please do not hesitate to contact me.

Sincerely yours,

STRAUGHN, STRAUGHN & TURNER, P.A.

*Deborah Quattlebaum*

Deborah Quattlebaum  
Paralegal

enclosures

cc: Mr. and Mrs. Kenneth Elliott

lostlakes\letter\sec.011

*SH 5/30*  
*Amended*  
*Rest*

FILED  
96 MAY 21 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED**  
**ARTICLES OF ORGANIZATION**  
**OF**  
**LOST LAKES OF COCOA, L.C., a Florida Limited Liability Company**

**ARTICLE I**

**NAME:** The name of the Limited Liability Company is LOST LAKES OF COCOA, L.C.

**ARTICLE II**

**DATE OF FILING:** The date of filing of the original Articles of Organization was December 13, 1995.

**ARTICLE III**

**EFFECTIVE DATE:** The effective date shall be the date of filing of the original Articles of Organization, to-wit: December 13, 1995.

**ARTICLE IV**

**DURATION:** The period of duration for the Limited Liability Company shall be thirty (30) years from the date of filing of Articles of Organization.

**ARTICLE V**

**ADDRESS:** The mailing address of the principal office of the Limited Liability Company is: 7291 Waelti Drive, Melbourne, Fl 32940.

The street address of the principal office of the Limited Liability Company is: 7291 Waelti Drive, Melbourne, Fl 32940.

FILED  
96 MAY 21 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLE VI

REGISTERED AGENT: The name and address of the registered agent is:

Richard E. Straughn, Esquire  
255 Magnolia Avenue, SW  
Winter Haven, Fl 33880

ARTICLE VII

MANAGEMENT: The Limited Liability Company is to be managed by the managing members and their names and addresses are:

- A. Kenneth Elliott  
7291 Waelti Drive  
Melbourne, Fl 32940
- B. Jacqueline L. Elliott  
7291 Waelti Drive  
Melbourne, Fl 32940

ARTICLE VIII

ADMISSION OF ADDITIONAL MEMBERS: The right to admit additional members and the terms and conditions of the admissions shall be: The right of the remaining members to admit additional members is authorized and the terms and conditions shall be determined by the members.

ARTICLE IX

MEMBERS RIGHTS TO CONTINUE BUSINESS: The right 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 is authorized.

IN WITNESS WHEREOF, I, the undersigned, being the subscribing member do make and file these Amended and Restated Articles of

Organization, in accordance with Section 608.411, Florida Statutes,  
for the purposes expressed, hereby declaring and certifying that  
the facts herein stated are true, and hereunto set my hand and  
seal, this 14<sup>th</sup> day of May, 1996.

Jacqueline L. Elliott  
JACQUELINE L. ELLIOTT  
Managing Member

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this \_\_\_  
day of May, 1996, by JACQUELINE L. ELLIOTT, who is personally known  
to me and who did not take an oath.

Deborah Quattlebaum  
Notary Public



DEBORAH QUATTLEBAUM  
MY COMMISSION # CC452353 EXPIRES  
April 23, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

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

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407, 608.415, OR 608.57, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The undersigned Registered Agent is familiar with and accepts the obligations of Registered Agent.

The undersigned, having been named as registered agent and to accept service of process for the above stated limited liability company at 255 Magnolia Avenue, SW, Winter Haven, FL 33880. 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.

  
\_\_\_\_\_  
RICHARD E. STRAUGHN

May 14, 1996

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this \_\_\_\_ day of May, 1996, by Richard E. Straughn, who is personally known to me and who did not take an oath.

  
\_\_\_\_\_  
Notary Public



DEBORAH QUATTLEBAUM  
MY COMMISSION # CGA52353 EXPIRES  
April 23, 1999  
BONDED THROUGH TROY FAIR INSURANCE, INC.

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of Lost Lakes of Cocoa, 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 each member is \$350,000.00.
3. If any, the agreed value of property other than cash contributed by each member is none.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$1,500,000.00.

Jacqueline L. Elliott  
JACQUELINE L. ELLIOTT

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this \_\_\_\_ day of May, 1996, by JACQUELINE L. ELLIOTT, who is personally known to me and who did not take an oath.

Deborah Quattlebaum  
Notary Public



DEBORAH QUATTLEBAUM  
MY COMMISSION # CC452353 EXPIRES  
April 23, 1999  
BONDED THRU TROY FAY INSURANCE, INC.