# 196000000067

ATTORNEYS AT LAW

Bond Court Building 1300 East Ninth Street, Suite 900 Cleveland, Obio 44114-1583 Telecopier (216) 621-7488 Telex 201999 UBLAW (216) 621-8400 In Columbus 88 East Broad Street, Suite 1980 Columbus, Ohio 43215-3506 Telecopier (614) 228-8561 Telephone (614) 228-8400

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\*\*\*\*285.00 \*\*\*\*285.00

MICHAEL J. SHAPIRO

December 18, 1995

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

Re: Birkmeier Florida L.C.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Organization and Designation of Registered Agent for the above-referenced entity. Also enclosed is the \$285.00 filing fee.

Please file the enclosed originals and return a date and time-stamped copy to the undersigned in the enclosed self-addressed, stamped envelope.

Thank you for your assistance. If you have any questions, please do not hesitate to call me collect.

Sincerely,

Michael J. Shapiro

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2010,20

## Ulmer & Berne

ATTORNEYS AT LAW

Bond Court Building 1300 East Ninth Street, Suite 900 Cleveland, Ohio 44114-1583 Telecopier (216) 621-7488 Telex 201999 UBLAW (216) 621-8400 In Columbus 88 East Broad Street, Suite 1980 Columbus, Ohio 43215-3506 Telecopier (614) 228-8561 Telephone (614) 228-8400

MICHAEL J. SHAPIRO

January 9, 1996

#### Via Certified Mail No. P 314 862 641

Ms. Sharon Tala, Document Specialist Supervisor Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: Birkmeier Florida L.C.

Dear Ms. Tala:

As we discussed, enclosed are the organizational documents for Birkmeier Florida L.C. including a new Affidavit of Membership and Contributions. Please file the enclosed documents. Additionally, please use the date the documents were originally received as the organization date for Birkmeier Florida L.C.

If you have any questions, please do not hesitate to call me collect.

n. S. II

Michael J. Shapiro

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Enclosure
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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 5, 1996

MICHAEL J. SHAPIRO **ULMER & BERNE** 1300 E. NINTH ST., STE. 900 CLEVELAND, OH 44114-1583

SUBJECT: BIRKMEIER FLORIDA, L.C. Ref. Number: W9600000390

We have received your document for BIRKMEIER FLORIDA, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6924.

Sharon Tala Document Specialist Supervisor

Letter Number: 496A00000661

#### ARTICLES OF ORGANIZATION

#### OF

#### BIRKMEIER FLORIDA L.C.

The undersigned, desiring to form a limited liability company under Chapter 608 of the Florida Business Corporation Act, hereby certifies that:

FIRST: The name of the limited liability company shall be Birkmeier

SECOND: The period of duration of the limited liability company is thirty years.

THIRD: The address of the principal office of the limited liability company is 1165 Clam Court, #8, Naples, Florida 33962.

FOURTH: The initial registered agent and registered office of the limited liability company is Kristen E. Birkmeier, 1165 Clam Court, #8, Naples, Florida 33962.

FIFTH: The purpose for which the limited liability company is formed is to engage in any lawful act or activity for which limited liability companies may be formed under Chapter 608 of the Florida Business Corporation Act, and as provided in the Regulations of the limited liability company.

SIXTH: The limited liability company shall initially have one Manager, who shall be Kristen E. Birkmeier, 1165 Clam Court, #8, Naples, Florida 33962. The Manager shall manage the business and affairs of the limited liability company in accordance with this Articles of Organization, the Regulations and Article 608 of the Florida Business Corporation Act.

SEVENTH: From the date of the formation of the limited liability company, any individual or entity acceptable to both the Manager and the Members representing a majority of the Membership Interests may become a Member in the limited liability company either by the issuance by the limited liability company of Membership Interests for such consideration as the Manager shall determine, or as a transferee of a Member's Membership Interest or any portion thereof, subject to the terms and conditions of the Regulations.

EIGHTH: In the event that the limited liability company has one or more Managers who are also Members owning at least a one percent (1%) interest in each material item of the limited liability company's profits, losses, gains, deductions or credits (a "Member-Manager"), then the death, retirement, resignation, expulsion, bankruptcy or dissolution (the "Section 608.441 Events") of a Member (other than a Member-Manager) shall not dissolve the limited liability company and the remaining Members shall continue the business of the limited liability company. In the event that a Member-Manager experiences a Section 608.441 Event or the limited liability company does not have one or more Member-Managers and a Member experiences a Section 608.441 Event, then the

business of the limited liability company may be continued by the consent of both the Manager and the Members representing a majority of the Membership Interests (other than the Membership Interests of a withdrawing Member), and representing a majority of the profits allocable to the Members (other than the Membership Interests of a withdrawing Member), within 90 days after the occurrence of a Section 608.441 Event.

IN WITNESS WHEREOF, the undersigned, a member of the limited liability company, has hereunto subscribed her name as of the 15 day of December 1995.

Kristen E. Birkmeier, Member

#### REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.

Kristen E Birkmeier

County of Marion

State of Marion

State of Marion

State of Marion

Section 608,407(2) OF THE FLORIDA BUSINESS CORPORATION ACT

Kristen E. Birkmeier, being first duly sworn, states as follows:

- 1. I am an adult and have personal knowledge of the facts contained
- 2. The Birkmeier Florida L.C., to be formed by the Articles of Organization attached hereto, has at least two Members and the Capital Contributions of the Members are as follows:

	Capital Contributions Made		fembership Injerests
Betty Birkmeier	0	Real estate located at 1165 Clam Court, #8	_
Julie M. Houghton Kristen E. Birkmeier	0	Naples, Florida 3396; 0 0	2 2 2 25 05

KRISTEN E. BIRKMEIER

SWORN TO BEFORE ME and subscribed in my presence this 15 day of DECEMBER., 1995.

518602.C1

MOTARY PUBLIC, Janet S. Dowling
Resident of Marion County, Inclina
My Commission expines: 2-21-97

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of all of the members of BIRKMEIER FLORIDA 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 \$0.
- 3. The agreed value of property other than cash contributed by members is \$166,667. A description of the property is as follows:

UNIT NO. 8, CLAM COURT MARINA APARTMENTS: a condominium as more fully shown in OR Book 823 at Pages 1113 through 1144 inclusive, of the Public Records of Collier County, Florida, including all associated dock space.

4. The total amount of cash or property anticipated to be contributed by members is \$166,667. This total includes amounts from 2 and 3 above.

HAROLD E. FRIEDMAN,

Authorized Representative of the Members

(In accordance with Section 633.408(3) Florida statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the fac w stated herein are true.)

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

Towns and Address of Current Registered Agent  7. Name and Address of Current Registered Agent  8. Name and Address of New Registered Agent  8. Name and Address of New Registered Agent  8. Name  8. Name and Address of New Registered Agent  8. Name  8. Name  8. Name and Address of New Registered Agent  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  8. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address (P.O. Box Number is Not Acceptable)  9. Street Address of Number is N	LIA	AITED LIAD	U ITV COLUDA				_		• .
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