

L96000000155

Quarles/Brady

February 1, 1996

FEDERAL EXPRESS

Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street
Suite 200
Tallahassee, FL 32301

Re: A&S Enterprises, L.C.

Gentlemen:

Enclosed are the original Articles of Organization and original affidavit, together with a copy of the same, regarding the above-captioned limited liability corporation. I would appreciate your filing the same with the Secretary of State, and then calling me to confirm their acceptance. This firm's check in the amount of \$337.50 made payable to the Secretary of State is also enclosed for payment of the filing fee. I would further appreciate your forwarding the certified copy of the Articles to me by regular U.S. mail.

Thank you for your assistance in this matter. Please feel free to call if you should have any questions.

Respectfully,

QUARLES & BRADY

Karen Loper
Karen Loper
Secretary to Leo Salvatori

/kl

enclosures

GBNAP1\81914.

Naples
James T. Dent
Robert A. Dent
Timothy O. Hains
Samara S. Holland
John D. Humphreys
Kimberly L. Johnson
Linda E. Jorge
Thomas E. Maloney
F. Joseph McMeekin, III
Mark H. Muller
Leo J. Salvatori
Joseph D. Zaks

FILED
96 FEB - 6 PM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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***337.50 ***337.50

RECEIVED
96 FEB - 2 PM 1:48
DIVISION OF CORPORATION

*File-2600
502*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1996

ATTORNEYS' TITLE INSURANCE FUND, INC.
660 EAST JEFFERSON STREET
SUITE 200
TALLAHASSEE, FL 32301

SUBJECT: A&S ENTERPRISES, L.C.
Ref. Number: W96000002606

We have received your document for A&S ENTERPRISES, L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 796A00004764

ARTICLES OF ORGANIZATION OF

A&S ENTERPRISES of Naples, L.C.

FILED
96 FEB -6 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I.

NAME

The name of the limited liability company shall be **A&S ENTERPRISES** of Naples, L.C.

ARTICLE II.

DURATION

This limited liability company shall exist until February 15, 2096, unless sooner dissolved in a manner provided by law or as provided in the regulations adopted by the members.

ARTICLE III.

PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be 1071 Barcarmil Way, Naples, Florida 33942.

ARTICLE IV.

MANAGEMENT

This limited liability company shall be managed by the members. The name and address of the managing member is as follows:

Albert S. Tyskwicz
1071 Barcarmil Way
Naples, FL 33942

ARTICLE V.

INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The street address of the initial registered office of the limited liability company is 4501 North Tamiami Trail, Suite 300, Naples, Florida 33940, and the name of its initial registered agent at such address is Leo J. Salvatori.

ARTICLE VI.

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may be sold or otherwise transferred but only after the existing other members have waived their right of first refused as more fully set out in the Regulations.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon the unanimous consent of such remaining members.

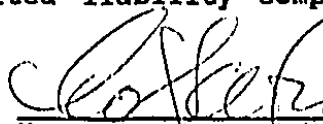
Executed by the undersigned at Naples, Florida on January 31, 1996.


Albert S. Tyskwicz

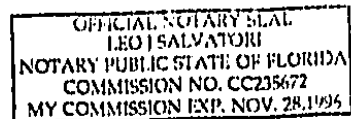

Susan T. Rojano

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 31st day of January, 1996, by Albert S. Tyskiewicz, on behalf of **A&S ENTERPRISES** of Naples a limited liability company, who is personally known to me. L.C.

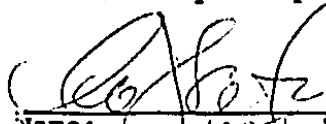

Name: Leo J. Salvatori
Notary Public
My Commission Expires:

(SEAL)

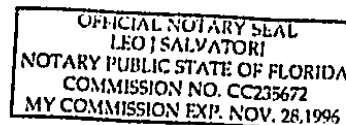


STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 31st day of January, 1996, by Susan T. Rojano, on behalf of **A&S ENTERPRISES** of Naples, a limited liability company, who is personally known to me. L.C.


Name: Leo J. Salvatori
Notary Public
My Commission Expires:

(SEAL)



REGISTERED AGENT ACCEPTANCE

Having been named as registered agent, I hereby am familiar with and accept the duties and responsibilities as agent.



Leo J. Salvatori
Registered Agent

Date: January 31, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF LIMITED LIABILITY COMPANY

A&S ENTERPRISES of Naples, L.C.

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared Albert S. Tyskwicz, who, being first duly sworn deposes and says:

1. That the limited liability company known as **A&S ENTERPRISES** of Naples, L.C. has at least two (2) members.
2. The members of **A&S ENTERPRISES** of Naples, L.C. shall contribute two thousand DOLLARS (\$ 2,000.00) cash as the initial capitalization thereof.

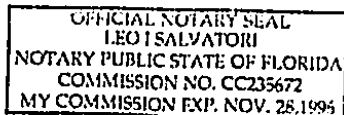
Further, Affiant saith naught.

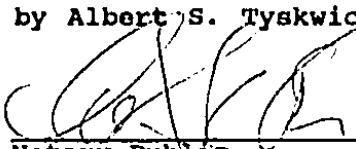

Albert S. Tyskwicz

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 31st day of January, 1996, by Albert S. Tyskwicz, who is personally known to me.

(SEAL)




Notary Public
Print Name: Leo J. Salvatori
Commission # CC235672
My Commission Expires: