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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

L96000000393

ACCOUNT NO. : 072100000032

REFERENCE : 907099 10264A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : April 4, 1996

ORDER TIME : 10:12 AM

ORDER NO. : 907099

CUSTOMER NO: 10264A

CUSTOMER: John Fenniman, Esq
JOHN FENNIMAN, CHARTERED

735 Colorado Avenue

Stuart, FL 34994

500001771105
-04/05/96--01073--009
****346.25 ****346.25

FILED
96 APR -4 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: QUAIL WOODS PROPERTIES, L.C.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS: _____

FILED
DIVISION OF CORPORATION
96 APR -4 AM 11:07
RECEIVED
1st

4/5/96
JD

JOHN FENNIMAN, CHARTERED

ATTORNEYS AT LAW

735 COLORADO AVENUE

P. O. BOX 2473

STUART, FLORIDA 34905

JOHN FENNIMAN

TELEPHONE
407-287-4300

April 4, 1996

VIA HAND DELIVERY

State of Florida
Secretary of State
The Capitol
Tallahassee, FL 32301

RE: Corporate filings

Gentlemen:

Enclosed for filing are the **Articles of Organization for QUAIL WOODS PROPERTIES, L.C., a Florida limited liability company**, together with **Affidavit of Membership and Contributions and Certificate of Designation of Registered Agent/Registered Office**. We have further enclosed a duplicate counterpart of the documents which we request that you certify and return together with a **Certificate of Status** of the newly formed limited liability company. Our firm's payable to the Secretary of State in the amount of \$346.25 is enclosed for fees as follows:

Filing Fee	285.00
Certified Copy	52.50
Certificate of Status	8.75
Total	<u>\$ 346.25</u>

Please deliver the certified copy of the documents, together with the Certificate of Status to an agent for Corporation Information Services for return to our office.

Should you have any questions or need additional information, please contact the undersigned or Jan Fenniman at (407) 287-4300.

Sincerely,



John Fenniman

JF/jmr

Enclosures

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

FILED
96 APR -4 11:00 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the Limited Liability Company is:

QUAIL WOODS PROPERTIES, L.C.

ARTICLE II - Address

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

**4152 WEST BLUE HERON BLVD., SUITE 116
RIVIERA BEACH, FLORIDA 33404**

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be thirty-five (35) years from the date of filing these Articles with the Florida Department of State.

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

**SCHICKEDANZ ENTERPRISES, INC.,
a Florida Limited Corporation
4152 WEST BLUE HERON BLVD., SUITE 116
RIVIERA BEACH, FLORIDA 33404**

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 upon the consent of the members holding a majority of the then Contributions of the Limited Liability Company.

ARTICLE VI - Members Rights to Continue Business

The right of the remaining members of the Limited Liability Company to continue 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 exist upon the consent of all remaining members of the Limited Liability Company.

SCHICKEDANZ ENTERPRISES, INC.,
a Florida corporation

By: 
Waldemar Schickedanz, President

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of QUAIL WOODS PROPERTIES, L.C. deposes and says:

- 1) That the above named Limited Liability Company has at least two members.
- 2) That the total amount of cash contributed by the member(s) is \$1,000.00.
- 3) That, if any, the agreed value of property other than cash contributed by member(s) is [NONE]. A description of the property is attached and made a part hereunto.
- 4) That the total amount of cash or property anticipated to be contributed by member(s) is \$1,000.00. This total includes amounts from 2 and 3 above.

Member:
SCHICKEDANZ ENTERPRISES, INC.,
a Florida corporation

By: Waldemar Schickedanz
WALDEMAR SCHICKEDANZ, President
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.)

Sworn to and subscribed before me this 3 day of April, 1996.

John H. Fenniman
Notary Public
My Commission Number is:
My Commission Expires:

(Notarial Stamp)



JOHN H. FENNIMAN
Notary Public, State of Fla.
My Commission Expires
February 20, 1998
Comm. No. CC346054

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

PURSUANT TO THE PROVISION OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the Limited Liability Company is:

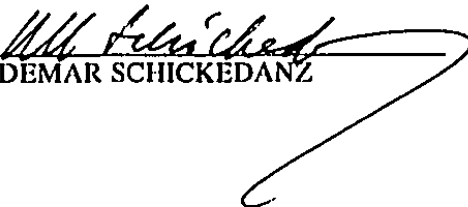
QUAIL WOODS PROPERTIES, L.C.

- 2) The name and address of the registered agent and office is:

**WALDEMAR SCHICKEDANZ
4152 WEST BLUE HERON BLVD., SUITE 116
RIVIERA BEACH, FLORIDA 33404**

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96 APR -4 AM 10:04
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 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.


WALDEMAR SCHICKEDANZ

April 30, 1996