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FLORIDA DIVISION OF CORPORATIONS

TELETYPE UNIT

((H96000015862 17))

TO: DIVISION OF CORPORATIONS  
(904) 922-4001

FAX #:

FROM: PEPPER, MARTIN, JENSEN, MAICHEL AND HETLAGE  
076660002262  
CONTACT: JAMES E MOORE III  
PHONE: (941) 637-1955  
(941) 637-8485

ACCT#:

FAX #:

NAME: HERON'S COVE, L.C.

AUDIT NUMBER.....H96000015862

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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## ARTICLES OF ORGANIZATION

### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - Name:

The name of the Limited Liability Company is Heron's Cove, L.C.

#### ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is Suite 2, 1625 West Marion Avenue, Punta Gorda, Florida 33950. The initial registered agent and address of such agent for the Limited Liability Company is James E. Moore III, Suite 2, 1625 West Marion Avenue, Punta Gorda, Florida 33950.

#### ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be December 31, 2040, unless earlier terminated.

#### ARTICLE IV - Management:

The management of the Limited Liability Company is reserved to the members and the names and addresses of the managing members are:

W. H. Janssen Beheer, B. V.,  
Rosendaalselaan 30, 6891 DG Rosendaal  
The Netherlands

#### ARTICLE V - Admission of Additional Members:

Additional members may be admitted from time to time as such terms and conditions are set forth by the unanimous written consent of all of the members.

#### ARTICLE VI - Members Rights to Continue Business:

The remaining members of the Limited Liability Company shall have the right to continue the business on the death, bankruptcy, or dissolution of a member or the occurrence of any

STL-8478641  
James E. Moore, III  
Attorney at Law  
1625 W. Marion Avenue  
Suite 2  
Punta Gorda, FL 33950  
(941) 637-1955  
Fla Bar No. 115634

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other event which terminates the continued membership of a member in the Limited Liability Company upon the consent of all of the remaining members to continue the business of the Limited Liability Company.


IN WITNESS WHEREOF, the undersigned members of Heron's Cove, L.C. has executed these Articles of Organization on the 7 day of November, 1998.

  
\_\_\_\_\_  
Frans H. A. Moret

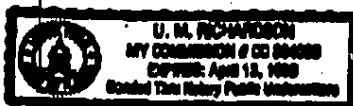
STATE OF FLORIDA        }  
COUNTY OF CHARLOTTE    }

On this 7 day of November, 1998, before me appeared Frans H. A. Moret to me personally known, who, being by me duly sworn, did say that he executed the foregoing instrument and acknowledged said instrument to be his free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

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

My commission expires:



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## **AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

### **AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of HERON'S COVE, 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 \$2,000.00.
- 3) The agreed value of property other than cash contributed by members is \$-0-.
- 4) The total amount of cash and property anticipated to be contributed by members is \$2,000. This total includes amounts from 2 and 3 above.

  
Frank A. Moret

Signature of a member or authorized representative of a member.  
(In accordance with Section 606.406(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**FILING FEE: \$250 for Articles of Organization and Affidavit**

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### ACCEPTANCE OF APPOINTMENT

RE: HERON'S COVE, L.C.

Pursuant to Section 606.407 (1) (d), Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above limited liability company and agrees to act in the capacity and to comply with the provisions of the Florida Limited Liability Company Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, such position

Dated: November 6, 1996

  
James E. Moore III

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