

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service \_\_\_\_\_ Two Day Service \_\_\_\_\_

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RECEIVED

96 NOV 18 AM 8:32

DIVISION OF CORPORATION

AL NOV 18 1996

W96-24324

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 11/15  
 TIME 11:00  
 BY CD CK No. \_\_\_\_\_

WALK-IN  
 WIN Pick Up \_\_\_\_\_

RE: Florida Gulf Arms, Lc.

	G.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Ffile		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Ffile		
<input type="checkbox"/> Foreign Corp. Ffile		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. Ffile		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O U S -		
<input type="checkbox"/> Fictitious Name Ffile		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Statement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Ffile		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( )		
<input type="checkbox"/> Pgs.		
<b>SUBTOTALS</b>		

000002012970-6  
 -11/22/96-01107-002  
 \$\$\$285.00 \$\$\$285.00

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment  
 TERMS: NET 15 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 10% per Annum.

THANK YOU  
 from  
 Your Capital Connection



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

November 18, 1996

**CAPITAL CONNECTION, INC.**  
417 E. VIRGINIA STREET  
SUITE 1  
TALLAHASSEE, FL 32301

**SUBJECT: FLORIDA GULF HOMES, L.C.**  
Ref. Number: W96000024324

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

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

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) 487-6926.

**Teresa Brown**  
Corporate Specialist

Letter Number: 596A00052342

*Corrected*

RECEIVED  
96 NOV 18 PM 1:53  
DIVISION OF CORPORATIONS



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

August 5, 1996

PAUL K. HEUERMAN, ESQ.  
ROETZEL & ANDRESS  
850 PARK SHORE DRIVE, 3RD FLOOR  
NAPLES, FL 33940

The name FLORIDA GULF HOMES, INC. has been reserved for 120 days beginning August 5, 1996. The reservation number is R9600003703 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1061 (Lanham Act); Chapter 485, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 996A00037163

**ARTICLES OF ORGANIZATION  
OF  
FLORIDA GULF HOMES, L.C.**

**FILED**

96 NOV 18 PM 3:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be Florida Gulf Homes, L.C. ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 11000 Metro Parkway, Suite 17, Fort Myers, Florida 33912.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate not later than thirty (30) years from the date hereof unless the company is earlier dissolved.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is Ann Kingon, 11000 Metro Parkway, Suite 17, Fort Myers, Florida 33912.

**ARTICLE V -- INITIAL CAPITAL CONTRIBUTIONS**

The members of the company shall make initial cash contributions to the capital of the company as set forth in Exhibit "A."

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional future capital contributions to the company as provided in the Regulations for the Company.

#### ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with the Regulations to be adopted by the members for the management of the business and affairs of the company. These Regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. All documents, agreements, contracts, deeds, promissory notes, mortgages or other instruments which in any way bind the company must, in order to be enforceable against the company, be executed by a minimum of three (3) of the four (4) members. The names and addresses of the members of the company are:

NAME	ADDRESS
(1) Thies Pickenpack	25130 Ridge Oak Dr., Bonita Springs, Florida 34134
(2) Cornelia Pickenpack	25130 Ridge Oak Dr., Bonita Springs, Florida 34134
(3) Kenneth Kingon, Sr.	11000-17 Metro Parkway, Fort Myers, Florida 33912
(4) Ann Kingon	11000-17 Metro Parkway, Fort Myers, Florida 33912

#### ARTICLE X - TRANSFER OF PROPERTY

No interest in any property, real or personal, owned by the company may be transferred, sole, assigned, mortgaged, encumbered or pledged without the signature and consent of a minimum of three (3) of the members of the company listed above. Any such transfer, sale, assignment, mortgage, encumbrance or pledge made without said signatures and consent shall be invalid and unenforceable.

ARTICLE XI - AMENDMENT

These Articles of Organization may be amended by the consent of three (3) of the four (4) members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Naples, Florida, on this 30<sup>th</sup> day of Oct, 1996.

ORGANIZERS:

[Signature]  
Thies Pickenpack

[Signature]  
Ann Kingon

STATE OF FLORIDA  
COUNTY OF COLLIER

Sworn to and subscribed before me this 30<sup>th</sup> day of Oct, 1996, by Thies Pickenpack.



[Signature]  
Notary Public -- State of Florida

Print, Type, or Stamp  
Commissioned Name of Notary Public

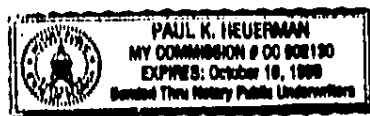
Personally Known ☒ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

(SEAL)

STATE OF FLORIDA  
COUNTY OF COLLIER

Sworn to and subscribed before me this 30<sup>th</sup> day of Oct., 1996, by Ann Klingon.



Paul K. H.  
Notary Public -- State of Florida

\_\_\_\_\_  
Print, Type, or Stamp  
Commissioned Name of Notary Public

Personally Known ✓ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

(SEAL)

70822\_1.WP5

**EXHIBIT "A"**

<u>MEMBER</u>	<u>CAPITAL CONTRIBUTION</u>	<u>PERCENTAGE</u>
1. Thies Pickenpack	\$360.00 (Cash)	36%
2. Cornelia Pickenpack	\$150.00 (Cash)	15%
3. Kenneth Kingon, Sr.	\$245.00 (Cash)	24.5%
4. Ann Kingon	\$245.00 (Cash)	24.5%



### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of Florida Gulf Homes, L.C., depose and say:

1. The above named limited liability company has at least two members.
2. The total amount of initial cash contributed by the members is \$1,000.00.
3. If any, the agreed value of property other than cash initially contributed by the members is \$ NONE. A description of the property is attached and made a part hereto.
4. The total amount of cash or property or services anticipated to be contributed by members is \$250,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: 10-30-96

T. Pickenpack  
Thies Pickenpack

Kenneth Kingon, Sr.  
Kenneth Kingon, Sr.

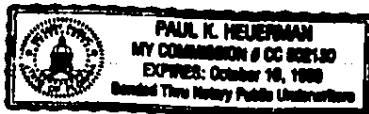
C. Pickenpack  
Cornelia Pickenpack

Ann Kingon  
Ann Kingon

STATE OF FLORIDA  
COUNTY OF COLLIER

Sworn to and subscribed before me this 30<sup>th</sup> day of Oct., 1996, by Thies Pickenpack.

(SEAL)



Paul K. Heuerman  
Notary Public -- State of Florida

Print, Type or Stamp  
Commissioned Name of Notary Public  
UR.Nr. 1892/1996

Dr. Helmut Junge  
Notar  
Blumenauer Bahnhofstr. 35  
22587 Hamburg  
Telefon: 86 20 66

Personally Known ✓✓ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

- 6, Nov. 1996

STATE OF FLORIDA  
COUNTY OF COLLIER

Freie und Hansestadt Hamburg



Sworn to and subscribed before me this 6<sup>th</sup> day of Nov., 1996, by Cornelia Pickenpack.

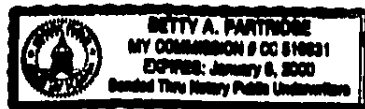
Dr. Helmut Jungo  
Notary Public -- State of Florida  
Notar  
Blakenesser Bahnhofstr. 35  
22567 Hamburg  
Telefon: 06 20 86  
Print, Type or Stamp  
Commissioned Name of Notary Public  
UR.Nr. 1892/1996 - 6. Nov. 1996

Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF COLLIER Lee

Sworn to and subscribed before me this 30th day of October, 1996, by Kenneth Kingon,  
Sr.

(SEAL)



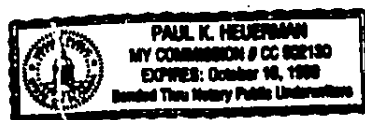
Betty A. Partridge  
Notary Public -- State of Florida  
Betty A. Partridge  
Print, Type or Stamp  
Commissioned Name of Notary Public

Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF COLLIER

Sworn to and subscribed before me this 30th day of October, 1996, by Ann Kingon.

(SEAL)



Paul K. H.  
Notary Public -- State of Florida  
Print, Type or Stamp  
Commissioned Name of Notary Public

Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

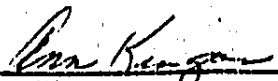
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2. Cornelia Pickenpack	\$150.00 (Cash)	15%
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4. Ann Kingon	\$245.00 (Cash)	24.5%

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### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Florida Gulf Homes, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

  
Ann Kingon

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FILED  
05 NOV 18 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA