

Jun. 5. 1997 1:59PM HARLLEE PORGES ET AL

No. 9298 P. 1/5

L97000000610³¹⁵⁰⁻¹

CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

6/05/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING CONFIRMATION

1:27

YOU HAVE REQUESTED TO SUBMIT THE FOLLOWING DOCUMENT:

TYPE: EFIL07

CORPORATE NAME: LIFEBREATH, GULF COAST, L.C.

SUB-ACCOUNT NUMBER:

METHOD OF DELIVERY: F

FAX PHONE NUMBER: (941) 746-4160

MAILING NAME/ADDRESS: HARLLEE, PORGES, HAMLIN BALD & PROUTY, P.A.

1205 MANATEE AVE W

BRADENTON

FL 34205-0000 US

CERTIFICATE(S) REQUESTED: NO

ESTIMATED CHARGES: \$337.50

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

** INVALID SELECTION...PLEASE RE-ENTER **

6/05/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:28

((H97000009270 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: HARLLEE, PORGES, HAMLIN BALD & PROUTY, P.A.

ACCT#: 076077002227

CONTACT: LINDA JONES

PHONE: (941) 748-3770

FAX #: (941) 746-4160

NAME: LIFEBREATH, GULF COAST, L.C.

AUDIT NUMBER.....H97000009270

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$337.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

5

5/6/6

**ARTICLES OF ORGANIZATION
OF
LIFEBREATH, GULF COAST, L.C.**

SECRETARY RECEIVED
97 JUN -5 AM 8:00

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I. NAME

The name of this company shall be LIFEBREATH, GULF COAST, L.C.; and shall be referred to herein as "the Company" or "this Company."

ARTICLE II. DURATION/CONTINUATION

The period of this company's duration shall be perpetual unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

ARTICLE III. MAILING AND STREET ADDRESS

The mailing address and the street address for the Company is 1137 Edgewater Circle, Bradenton, Florida 34209.

Joseph L. Najmy, Esq.
Fla. Bar No. 0847283
Harlee, Porges, et al.
1205 Manatee Avenue West
Bradenton, Florida 34205
(941) 748-3770

ARTICLE IV. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this Company is as follows:

Jane McLarney
1137 Edgewater Circle
Bradenton, Florida 34209

**ARTICLE V.
ADMISSION OF ADDITIONAL MEMBERS AND
TERMS AND CONDITIONS OF SUCH ADMISSIONS**

Additional Members may be admitted pursuant to the terms and conditions set forth in the Operating Agreement of this Company.

ARTICLE VI. CONTINUATION OF COMPANY

Unless otherwise limited by Florida law, the remaining members may continue the operation of the Company 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 Company.

ARTICLE VII. MANAGEMENT OF COMPANY

The business of the Company shall be managed by the following individuals, whose address is shown opposite each members' name below:

NAME

ADDRESS

Ms. Jane McLarney

1137 Edgewater Circle
Bradenton, Florida 34209

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Mr. James L. Wismer

1006 Ingram Crescent
Midland, Ontario, Canada L4R 4E8

Ms. Yvonne Wismer

1006 Ingram Crescent
Midland, Ontario, Canada L4R 4E8

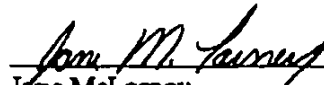
The above Members shall serve until the first annual meeting of the Members or until their successors are elected and qualified to so serve.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization on this 5th day of June, 1997.


JANE McLARNEY, as Member

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


Jane McLarney

STATE OF FLORIDA
COUNTY OF MANATEE

On June 5, 1997, Jane McLarney, designated above as the individual who shall serve as this corporation's Registered Agent, who is (☒) personally known to me or (☐) produced _____ as identification, and who did not take an oath personally appeared before me and signed these Articles Of Organization.



HELEN HARRINGTON
MY COMMISSION # 0040004 EXPIRES
December 29, 1998
BONDED THRU TRICOR FINANCIAL, INC.


Notary Public, State of Florida

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97 JUN -5 AM 8:00
CLERK OF COURT
JAN 5 1997

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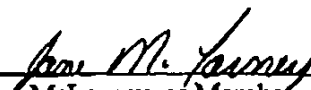
**AFFIDAVIT OF CONTRIBUTIONS
LIFEBREATH, GULF COAST, L.C.**

STATE OF FLORIDA
COUNTY OF MANATEE

Before me, the undersigned authority, personally appeared JANE McLARNEY, who
on oath says:

1. That she is a member of LIFEBREATH, GULF COAST, L.C.
2. That LIFEBREATH, GULF COAST, L.C., has at least two members.
3. The amount of the cash initially contributed by the members is \$2,400.00.
4. The amount anticipated to be contributed by the members is \$5,000,000.00.


FURTHER AFFIANT SAYETH NOT.


Jane McLarney, as Member

SWORN TO AND SUBSCRIBED before me this 5th day of June,
1997, by JANE McLARNEY, as Member, who is (☒) personally known to me or (☐)
who has produced _____ as identification and who did not take an oath.



HELEN HARRINGTON
MY COMMISSION & OCCASION EXPIRES
December 28, 1998
BOARDED THAT THEY FROM DISTANCE, INC.


Notary Public, State of Florida

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