

Document Number Only

L970000000695

FILED
97 JUN 11 10:30
TALLAHASSEE, FL

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Hammerhead Fund LLC

8000002224868--8

-06/27/97--01059--004

****285.00 ****285.00

☐ Profit

☐ NonProfit

☒ Limited Liability Co. (FL)

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

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6-11
L97-13131
1127
6:27

CR2E031 (1-89)

JUN 25 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 11, 1997

C T CORPORATION SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE, FL 32301

SUBJECT: ~~THE~~ HAMMERHEAD FUND LLC
Ref. Number: W97000013735

We have received your document for ~~THE~~ HAMMERHEAD FUND LLC .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring
the following: (1) the limited liability company has at least two members; (2) the
actual amount of cash contributions; (3) the agreed value of any property other
than cash contributed; and (4) the total amount of cash or property anticipated to
be contributed by the members.

The document must contain the names and street addresses of the members or
managers of the limited liability company.

If you have any questions concerning the filing of your document, please call
(904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 997A00031504

*please see
corrections*

*~~one is clean~~
~~for foreign~~
~~LLC's~~
(not a Foreign)*

attached

included

*Please backdate to
6-11-97. Thanks.*

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY

FILED
97 JUN 11 PM 2:30
SECRET
TALLAHASSEE

ARTICLE 1 - Name

The name of the Limited Liability Company is: Hammerhead Fund
LLC

ARTICLE II - Address

The mailing address and, if different, the street address of the
principal office of the Limited Liability is/are: 611 Druid Road
East, Clearwater, Florida 34616

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall
be: perpetual

ARTICLE IV - Management

The Limited Liability Company's two members are Clearwater Fund II, L.P.
and Hans Frederic Heye. The Limited Liability Company's manager is Hans
Frederic Heye. The address of the members and manager is as follows:
611 Druid East, Clearwater, Florida 34616.

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of
the Limited Liability Company is:

c/o CT CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, Florida 33324

6-10-97

Date

1 + 1 +

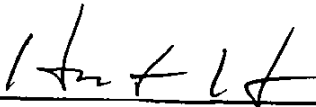
By: Hans Fredric Heye
Manager of Clearwater
Fund II, L.P.,
member of Hammerhead
Fund LLC

Dianne Lynne Crawford
NOTARY PUBLIC
STATE OF FLORIDA
DIANNE LYNNE CRAWFORD
COMMISSION # CC 532067
EXPIRES MAR 18, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____
HAMMERHEAD FUND LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 500,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 500,000 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.40(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

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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: _____

Hammerhead Fund LLC

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

c/o CT Corporation System

(Name)

1200 S. Pine Island Rd.

(P.O. Box not acceptable)

Plantation, FL 33324

(City/State/Zip)

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.

Onnie Bryan

(Signature)

6-11-97

(Date)

ONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

FILING FEE: \$ 35 for Designation of Registered Agent