

L 97000000828



ACCOUNT NO. : 072100000032
REFERENCE : 467364 7132881
AUTHORIZATION : Patricia Pizant
COST LIMIT : \$ 285.00

ORDER DATE : July 18, 1997
ORDER TIME : 11:45 AM
ORDER NO. : 467364-005

CUSTOMER NO: 7132881 000002253290--7

CUSTOMER: Mr. Richard Meginley
MR. RICHARD MEGINLEY
990 Lakeshore Drive
Clermont, FL 34711

DOMESTIC FILING

NAME: JUST FOR FRIENDS L.L.C.

EFFECTIVE DATE:

- ARTICLES OF ORGANIZATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker
EXAMINER'S INITIALS: _____

FILED
97 JUL 30 AM 8:10
RECEIVED
97 JUL 30 PM 2:41
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

SN JUL 31 1997

FILED

97 JUL 30 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

JUST FOR FRIENDS L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 990 Lakeshore Drive, Clermont, Florida 34711.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 YEARS

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the member(s) are:

Member:

Jeanne M. Celli

703 Thomas Street
Kissimmee, Florida 34741

Diane R. Meginley

990 Lakeshore Drive
Clermont, Florida 34711

The undersigned authorized representative of a member of JUST FORFRIENDS L.L.C. hereby executes these articles of organization on this 30TH Day of JULY 1997.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

BY: Deborah D. Skipper
as its agent as authorized
representative of JUST FORFRIENDS
L.L.C.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.15 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

Dated: July 30, 1997

FILED
JUL 30 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRET

ATTORNEY GENERAL

MEMORANDUM FOR THE ATTORNEY GENERAL

[Handwritten signature]

1. [Illegible text]

2. [Illegible text]

3. [Illegible text]

4. [Illegible text]

5. [Illegible text]

[Handwritten signature]

Approved: _____
Special Agent in Charge

Alert. Page
folded. DISCARD
L97-828

Restart
L97-828

Alert. Page
folded. DISCARD
L97-828

Restart
L97-828

Alert. Page
folded. Discard
L97-828

Restart
L97-828

L 97000000828



ACCOUNT NO. : 072100000032

REFERENCE : 467364 7132881

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 285.00

ORDER DATE : July 18, 1997

ORDER TIME : 11:45 AM

ORDER NO. : 467364-005

CUSTOMER NO: 7132881

000002253290--7

CUSTOMER: Mr. Richard Meginley
MR. RICHARD MEGINLEY

990 Lakeshore Drive

Clermont, FL 34711

DOMESTIC FILING

NAME: JUST FOR FRIENDS L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS: _____

FILED
RECEIVED
97 JUL 30 AM 8:10
97 JUL 30 PM 2:41
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

SN JUL 31 1997

FILED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

97 JUL 30 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the Limited Liability Company is:

JUST FOR FRIENDS L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 990 Lakeshore Drive, Clermont, Florida 34711.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 YEARS

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the member(s) are:

Member:

Jeanne M. Celli

703 Thomas Street
Kissimmee, Florida 34741

Diane R. Meginley

990 Lakeshore Drive
Clermont, Florida 34711

The undersigned authorized representative of a member of JUST FORFRIENDS L.L.C. hereby executes these articles of organization on this 30TH Day of JULY 1997.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

BY: Deborah D. Skipper
as its agent as authorized
representative of JUST FORFRIENDS
L.L.C.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

Dated: July 30, 1997

FILED
JUL 30 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATT. Tom Rodgers

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

~~JUST FOR FRIENDS L.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 member(s) is

\$ 5,000

3) if any, the agreed value of property other than cash contributed by member(s) is
A description of the property is attached and made a part hereto.

\$ 0

4) the amount of cash or property anticipated to be contributed by member(s) is

\$ 1,000

5) the total amount of 2, 3, and 4 is

\$ 6,000

Diane R. Mesinley

Signature of a member or authorized representative of a member.
(In accordance with section 608(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED
97 JUL 30 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATT. Tom RODGERS.

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of ~~JUST FOREFRIENDS LLC~~ (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 18 day of July, 1997.

Nicholas Celli
Witness
NICHOLAS CELLI
Typed or Printed Name

Diane R. Meginley
Signature
Diane R. Meginley
Typed or Printed Name

Richard H. Meginley
Witness
RICHARD H. MEGINLEY
Typed or Printed Name

Jeanne M. Celli
Jeanne M Celli