

L9700000 893



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 497086 7122803

AUTHORIZATION :

COST LIMIT : \$ PRE PAID .

ORDER DATE : August 14, 1997

ORDER TIME : 11:47 AM

ORDER NO. : 497086-005

CUSTOMER NO: 7122803

CUSTOMER: Kent A. Skrivan, Esq
SULLIVAN & SKRIVAN

800 Laurel Oak Drive, Ste 200

Naples, FL 34108

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-08/18/97--01106--012
****346.25 ****346.25

DOMESTIC FILING

NAME: CHRISAMI, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 AUG 14 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG 14 PM 1:03
TALLAHASSEE, FLORIDA

SN AUG 14 1997

FILED

97 AUG 14 PM 3:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF CHRISAMI, L.C.

ARTICLE I
NAME

The name of the Limited Liability Company is CHRISAMI, L.C.

ARTICLE II
PRINCIPAL OFFICE; MAILING ADDRESS

The street address of the principal office of the Limited Liability Company is:

800 Laurel Oak Drive, #200

Naples, Florida 34108

The mailing address of the Limited Liability Company is:

800 Laurel Oak Drive, #200

Naples, Florida 34108

ARTICLE III
DURATION

The Limited Liability Company shall have a perpetual duration commencing on the date of the filing of these Articles of Organization.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

HANS E. TANNER

7198 Tory Lane

Naples, Florida 34108

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

Members shall have the right to admit new members by unanimous consent. Contributions required by new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with the unanimous written consent of all of the members.

ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon the unanimous written consent of all of the remaining members.

ARTICLE VII
POWERS

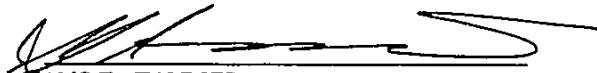
This Limited Liability Company shall have all powers authorized by the laws of the State of Florida for limited liability companies.

ARTICLE VIII
REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of this Limited Liability Company shall be vested in the members.

THE UNDERSIGNED, being the original members of the Limited Liability Company, certify that this instrument constitutes the proposed Articles of Organization of CHRISAMI, L.C.

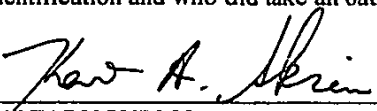
Executed by the undersigned at Naples, Collier County, Florida this 12 day of August, 1997.


HANS E. TANNER


MARLIES TANNER

STATE OF FLORIDA
COUNTY OF COLLIER

The attached or foregoing instrument was acknowledged before me this 12 day of August, 1997 by HANS E. TANNER and MARLIES TANNER, who are personally known to me or who produced driver's licenses as identification and who did take an oath.



NOTARY PUBLIC
COMMISSION EXPIRATION:



KENT A SKRIVAN
My Commission CC325627
Expires Oct. 24, 1997
Bonded by HAI
800-422-1555

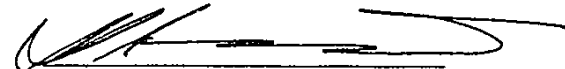
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office and registered agent in the State of Florida.

1. The name of the limited liability company is CHRISAMI, L.C.
2. The name and address of the registered agent and office is:

LANA J. SULLIVAN
800 Laurel Oak Drive, #200
Naples, Florida 34108.

Signed this 12 day of August, 1997.



HANS E. TANNER

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the 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.

Date: *August 12, 1997*

Lana J. Sullivan
LANA J. SULLIVAN

FILED
97 AUG 14 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF CHRISAMI, L.C.

STATE OF FLORIDA
COUNTY OF COLLIER

Pursuant to the provisions of Section 608.407(2) of the Florida Statutes, the undersigned member or authorized representative of a member of CHRISAMI, L.C. deposes and says:

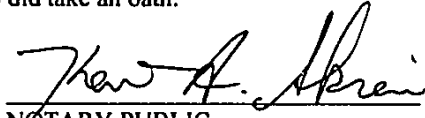
1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is: \$ 0.00
3. If any, the agreed value of property other than cash contributed by the members is: \$ 0.00. A description of the property is attached hereto and made a part hereof.
4. The amount of cash or property anticipated to be contributed by the members is \$ 2,000,000.00. This total includes amounts from items 2 and 3 above.


HANS E. TANNER, Member

FILED
AUG 14 PM 3:03
TALLAHASSEE, FLORIDA

In accordance with Section 608.408(3) of the Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

The attached or foregoing instrument was acknowledged before me this 12 day of August, 1997 by HANS E. TANNER, who is personally known to me or who produced a driver's license as identification and who did take an oath.


NOTARY PUBLIC
COMMISSION EXPIRATION:



KENT A SKRIVAN
My Commission CC325527
Expires Oct. 24, 1997
Bonded by HAI
800-422-1855