

# L97000001061



THE UNITED STATES  
CORPORATION  
COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 541422 7121835

AUTHORIZATION :

COST LIMIT : \$ 337.50

*Patricia Pujols*

ORDER DATE : September 24, 1997

ORDER TIME : 10:55 AM

ORDER NO. : 541422-005

CUSTOMER NO: 7121835

CUSTOMER: Mr. Donald R. Hall  
GOZA AND HALL, P.A.

900002302229--7

28050 U.S. Hwy, 19 North  
Suite 402, Corporate Square  
Clearwater, FL 34621

## DOMESTIC FILING

NAME: ADVANTAGE INVESTMENT GROUP,  
L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

Name KWM PLAIN STAMPED COPY  
Availability        CERTIFICATE OF GOOD STANDING

Document CONTACT PERSON: Warren Whittaker  
Examiner KWM

EXAMINER'S INITIALS:

Updater K

Updater  
Verifier KWM

Acknowledgement KWM

W. P. Verifier KWM

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KWM

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## ARTICLES OF ORGANIZATION

### ARTICLES OF ORGANIZATION OF **ADVANTAGE INVESTMENT GROUP, L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I

##### NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **ADVANTAGE INVESTMENT GROUP, L.C.**, and its principal office shall be located at 1050 Point Seaside Drive, Crystal Beach, Pinellas County, Florida 34681, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### ARTICLE II

##### PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

This limited liability company shall be managed initially by one managing member. The name and address of the person who shall serve until the first annual meeting of members or until her successor is elected and qualified, is as follows: **Cathleen C. Casey, 1050 Point Seaside Drive, Crystal Beach, FL 34681.**

### ARTICLE V

#### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by the consent of a majority of the members. Contributions required of 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 written consent of a majority of the members.

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 by a majority consent of the remaining members.

## ARTICLE VI

### CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$2,000 cash shall be paid to the limited liability company by two members in equal shares, and Cathleen C. Casey, as Trustee, shall contribute to the limited liability company real property having a value of \$625,000. Additional contributions will be made as required for investment purposes, as determined by the consent of the members as provided in the Operating Agreement for the limited liability company.

## ARTICLE VII

### PROFITS AND LOSSES

Profits and losses shall be determined as provided in the Operating Agreement of the limited liability company.

## ARTICLE VIII

### DURATION

This limited liability company shall have a period of duration which is perpetual, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

## ARTICLE IX

### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1050 Point Seaside Drive, Crystal Beach, Pinellas County, Florida 34681, and the name of the company's initial registered agent at that address is Cathleen C. Casey.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **ADVANTAGE INVESTMENT GROUP, L.C.**

UNDER PENALTIES OF PERJURY, the undersigned declare that we have read the foregoing Articles of Organization and to the best of our knowledge and belief, it is true and correct.

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Executed by the undersigned at Clearwater, Florida, on this  
23<sup>rd</sup> day of September, 1997.

Cathleen C. Casey  
Cathleen C. Casey, Member and  
Registered Agent

Cathleen C. Casey  
Cathleen C. Casey, as Trustee,  
Member

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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA

COUNTY OF PINELLAS

Pursuant to the provisions of Sections 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is ADVANTAGE INVESTMENT GROUP, L.C.

The name of the registered agent for ADVANTAGE INVESTMENT GROUP, L.C. is Cathleen C. Casey, and the street address of the company's principal office where the agent is located is 1050 Point Seaside Drive, Crystal Beach, FL 34681.

This statement is to acknowledge that, as indicated above, ADVANTAGE INVESTMENT GROUP, L.C., has appointed me, Cathleen C. Casey, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated September 23, 1997

Cathleen C. Casey  
Cathleen C. Casey

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of September, 1997, by Cathleen C. Casey, agent on behalf of ADVANTAGE INVESTMENT GROUP, L.C. She is personally known to me or has produced a Florida Driver's License as identification.

Dawn E. Klinger  
Notary Public  
My Commission Expires:



DAWN E. KLINGER  
MY COMMISSION # CC343187 EXPIRES  
January 6, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF PINELLAS

In compliance with F.S. 608.407(2), the undersigned member or authorized representative of a member of ADVANTAGE INVESTMENT GROUP, L.C., deposes and says:

1. The limited liability company identified above has at least two members.

2. The total amount of cash contributed by the members is \$2,000.

3. If any, the agreed value of property other than cash contributed by the members is \$625,000. A description of the property is attached as Exhibit A and made a part of this affidavit.

4. The total amount of cash and property anticipated to be contributed by the members is \$627,000. This total includes the amounts from 2 and 3 above.

Cathleen C. Casey  
Cathleen C. Casey

Cathleen C. Casey  
Cathleen C. Casey, as Trustee

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of September, 1997, by Cathleen C. Casey and Cathleen C. Casey, as Trustee, as members and on behalf of Advantage Investment Group, L.C., a limited liability company. She is personally known to me or has produced a Florida Driver's License as identification.

Dawn E. Klinger  
Notary Public  
My Commission Expires:



DAWN E. KLINGER  
MY COMMISSION # CC343187 EXPIRES  
January 6, 1998  
BONDED THRU TROY FARM INSURANCE, INC.



## EXHIBIT A

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### PARCEL 1:

Lot D of CORAL LANDINGS SOUTH, according to plat thereof as recorded in Plat Book 109, Pages 96 and 97, of the Public Records of Pinellas County, Florida.

ALL OF THE GRANTORS UNDIVIDED 30.02% INTEREST IN AND TO THE FOLLOWING DESCRIBED PARCELS 2 AND 3:

### PARCEL 2:

A portion of the Southeast Quarter of Section 6, Township 28 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

Commence at the Southwest corner of the Southeast Quarter of said Section 6; thence South 88 deg 48 min 13 sec East, 100.10 feet along the Southerly boundary line of said Southeast Quarter to the Easterly right of way line of U.S. Highway 19 (a 200 foot right of way); thence North 01 deg 27 min 42 sec West, 623.33 feet along said Easterly right of way line to the point of beginning; thence continue North 01 deg 27 min 42 sec West, 60.00 feet along said Easterly right of way line; thence North 88 deg 29 min 16 sec East, 650.00 feet; thence South 01 deg 27 min 42 sec East, 60.00 feet; thence South 88 deg 29 min 16 sec West, 650.00 feet to the Point of Beginning.

### PARCEL 3:

A portion of the Southeast Quarter of Section 6, Township 28 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

Commence at the Southwest corner of the Southeast Quarter of said Section 6; thence South 88 Degrees, 48 Minutes, 13 Seconds East, 702.92 feet along the South boundary of said Southeast Quarter to the point of beginning; thence North 00 Degrees, 02 Minutes, 07 Seconds East, 25.00 feet; thence North 88 Degrees, 48 Minutes, 13 Seconds West, 268.11 feet; thence North 43 Degrees, 32 Minutes, 18 Seconds East, 57.62 feet; thence North 46 Degrees, 27 Minutes, 42 Seconds West, 102.89 feet; thence North 01 Degrees, 27 Minutes, 42 Seconds West, 127.06 feet, parallel with the West boundary of said Southeast Quarter; thence North 43 Degrees, 32 Minutes, 18 Seconds East, 88.60 feet; thence North 88 Degrees, 27 Minutes, 18 Seconds East, 127.33 feet; thence North 48 Degrees, 43 Minutes, 58 Seconds East 39.05 feet; thence North 58 Degrees, 32 Minutes, 18 Seconds East 127.03 feet; thence South 01 Degrees, 27 Minutes, 42 Seconds East, 367.85 feet to the South boundary of the Southeast Quarter of said Section 6; thence North 88 Degrees, 48 Minutes, 13 Seconds West, 47.88 feet along said South boundary to the Point of Beginning.