

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 101, Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-555-062 • Fax (850) 224-1237

L97000001130

Ventech Land  
Development, L.C.

J. TAX \_\_\_\_\_  
FILING \_\_\_\_\_ 250.00  
R. AGENT FEE \_\_\_\_\_ 35.00  
C. COPY \_\_\_\_\_ 8.75  
TOTAL \_\_\_\_\_ 293.75  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
RECEIVED \_\_\_\_\_

PK  
10/13/97

Signature \_\_\_\_\_

Requested by: AS

Name \_\_\_\_\_

10/10  
Date

9:15  
Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
OCT 13 AM 10:13

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File 200002320922--2  
-10/15/97--01067--011
- \_\_\_\_\_ Fictitious Name File \*\*\*\*293.75 \*\*\*\*293.75
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- ☒ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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OCT 10 PM 02  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 10, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: VEN TECH LAND DEVELOPMENT, L.C.  
Ref. Number: W97000023194

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97 OCT 13 AM 10:13

We have received your document for VEN TECH LAND DEVELOPMENT, L.C. and check(s) totaling \$293.75. However, your check(s) and document are being returned for the following:

In Addition to the ARTICLES OF ORGANIZATION, we must obtain an AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS. Please either use our attached form, or draw up your own AFFIDAVIT document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 097A00049759

*Corrected*

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97 OCT 13 AM 9:42  
DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION OF  
VENTECH LAND DEVELOPMENT, L.C.**

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97 OCT 13 AM 10:13

The undersigned, acting as organizers of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby form a Florida limited liability company (this "Company") pursuant to the Act and hereby set forth Articles of Organization (these "Articles")

**ARTICLE I**

**Name**

The name of the limited liability company ("Company") is Ventech Land Development ,  
L.C.

**ARTICLE II**

**Address**

The mailing and street address of the Company's principal office is 1113 Parrilla De Avila,  
Tampa, Florida 33613.

**ARTICLE III**

**Commencement Date and Duration**

This Company shall commence on the date of subscription and acknowledgment in accordance with the provisions of Section 608.409(3)(a) of the Act, and shall continue for a period of thirty years (30) from the commencement date, or until dissolved by its members or managers in accordance with Section 608.441 of the Act or the provisions of these Articles,

**ARTICLE IV**

**Purposes**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 608.403.

## ARTICLE V

### Registered Agent and Office

The name of Company's initial registered agent in Florida is John G. Bianco, III. The address of Company's registered office in Florida is 705 W. Azeele, Tampa, Florida 33606.

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## ARTICLE VI

### Management

The Company is to be managed by the members. Each member is identified as follows:

*Simon Sinnreich*, whose address is 1113 Parrilla De Avila, Tampa, Florida 33613.  
*Joseph Massicotte*, whose address is 705 W. Azeele, Tampa, Florida 33606

## ARTICLE VII

### Admission of New Members

Members of the Company have no right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing member, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

## ARTICLE VIII

### Continuation of Business

The remaining members of the Company have the right to continue the business 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. The business may be continued only on the unanimous written consent of the remaining members.

## ARTICLE IX

### Powers

This Company shall have all of the powers and authorities set forth in Section 608.404 of the Act.

ARTICLE X

Regulations

The members are hereby authorized and directed to prepare and adopt an Operating Agreement and Regulations for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable or desirable, except that no provision of such Operating Agreement and Regulations may conflict with the provisions of these Articles of Organizations, unless otherwise permitted herein.

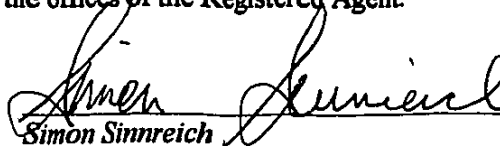
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ARTICLE XI

Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members listed in Article VI.

IN THE WITNESS WHEREOF, we have executed these Articles of Organization of this 9th day of October, 1997 at the offices of the Registered Agent.

 [signature]  
Simon Sinnreich

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 8 day of <sup>October</sup>~~September~~, 1997, by Simon Sinnreich. He is personally known to me or has produced \_\_\_\_\_ as identification.

[SEAL]

My Commission expires:

  
Name:  
Notary Public - State of Florida



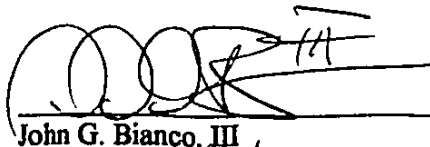
**CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA  
STATUTES THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED  
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN  
THE STATE OF FLORIDA.

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1. The name of the limited liability company is Ventech Land Development, L.C.
2. The name and address of the registered agent and office is:  
John G, Bianco, III  
705 W. Azeele, Tampa, Florida 33606.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated company, at the place designated herein, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder,



[signature]

John G. Bianco, III

Dated :

10/7/97

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## Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Ventech  
LAND Development, L.C. certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 104,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A;  
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 104,000.00.



Signature of a member or an authorized representative of a member.

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

John G. Bianco, III, Esq.  
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit