

. 10/16/97

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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: HARPER, KYNES, GELLER  
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NAME: LAKE TARPON VILLAGE, L.C.

AUDIT NUMBER.....H97000017207

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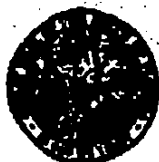
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham  
Secretary of State

October 16, 1987

HARPER, KYNES, GELLER

SUBJECT: LAKE TARPON VILLAGE, L.C.  
REF: W97000023649

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The electronically filed document must include the preparer's in the lower left hand corner of the first page of the document not the cover sheet.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

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) 487-6025.

Cathy A Mitchell  
Corporate Specialist

FAX And. #: H97000017207  
Letter Number: 197A00050640

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION OF  
LAKE TARPON VILLAGE, L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be LAKE TARPON VILLAGE, L.C., and its principal office and mailing address shall be located at 45 William Penn Way, Palm Harbor, Florida 34684, 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.
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

THIS INSTRUMENT PREPARED BY:

JACK J. GELLER, Attorney  
2560 Gulf To Bay Boulevard  
Suite 300  
Clearwater, Florida 34625  
813 - 789-4840  
Florida Bar No. 243991

1

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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 managers of this limited liability company.

### ARTICLE IV

#### VOTING

All voting, with the exception of votes on the sale or dissolution of this limited liability company, the amendment of this Article and election of managers, shall be by a majority of membership interests entitled to vote. The sale or dissolution shall be by seventy-five percent (75%) of the membership interests entitled to vote. The election of managers shall be by plurality. Each single lot owner owning a membership interest shall have one (1) vote regardless of the number of membership interests owned. Multiple lot owners who own multiple membership interests will have

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one (1) additional vote regardless of the number of lots owned. Any amendment to the vote for sale or dissolution shall be by seventy-five percent (75%) of the membership interests entitled to vote.

**ARTICLE V  
MANAGEMENT**

After the first annual meeting, this limited liability company shall be managed by seven (7) managers. The names and addresses of the persons who shall serve until their successors are elected and qualified are as follows:

Landon W. Pendill, Sr.,  
45 William Penn Way  
Palm Harbor, FL 34684

James Robinson  
54 Village Green Way  
Palm Harbor, FL 34684

Dixie V. Leis  
280 Beach Court  
Palm Harbor, FL 34684

Audrey R. Vogel  
167 Independence Avenue  
Palm Harbor, FL 34684

T. Jeanne Brumbaugh  
270 Colonial Boulevard  
Palm Harbor, FL 34684

Herbert W. Swanson  
50 Lexington Court  
Palm Harbor, FL 34684

Catherine L. Dunn  
76 Liberty Way  
Palm Harbor, FL 34684

Georgia O. Post  
45 Concord Lane  
Palm Harbor, FL 34684

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ARTICLE VI

MEMBERSHIP RESTRICTIONS

Managers shall have the right to admit new members by majority vote. 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 to anyone other than an owner of a lot in the mobile home park commonly known as Lake Tarpon Village.

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 business shall continue unless terminated by a majority vote of the remaining members.

ARTICLE VII

CAPITAL CONTRIBUTIONS

Minimum capital contributions in the amount of \$2,500.00 cash shall be paid to the limited liability company by all members. Members will make contributions in

ARTICLE VIII

DURATION

This limited liability company shall exist perpetually 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

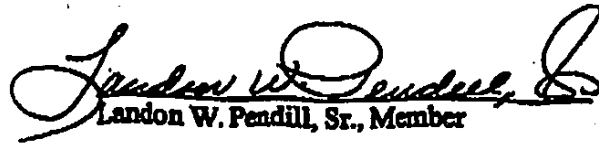
The address of the initial registered office of the limited liability company is 45 William Penn Way, Palm Harbor, Florida 34684, and the name of the company's initial registered agent at that address is Landon W. Pendill, Sr.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of Lake Tarpon Village, L.C.

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Executed by the undersigned at Orlando, FL on OCT 15, 1997.

  
Landon W. Pendill, Sr., Member

lakotawpon, llc

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TALLAHASSEE, FLORIDA

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STATEMENT DESIGNATING REGISTERED  
AGENT AND OFFICE

STATE OF FLORIDA )  
COUNTY OF PINELLAS ).

Pursuant to the provisions of Section 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: Lake Tarpon Village, L.C.

The name of the registered agent for LAKE TARPON VILLAGE, L.C. is Landon W. Pendill, Sr. and the street address of the company's principal office where the agent is located is 45 William Penn Way, Palm Harbor, Florida 34684.

This statement is to acknowledge that, as indicated above, I, Landon W. Pendill, Sr., have been appointed 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 10/15/97

  
Landon W. Pendill, Sr., Registered Agent

The foregoing instrument was acknowledged before me this 15th day of October, 1997, by Landon W. Pendill, Sr., agent on behalf of LAKE TARPON VILLAGE, L.C., a limited liability company. He is personally known to me or has produced [type of identification] as identification.

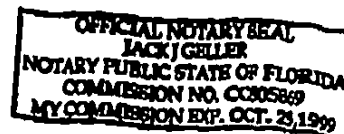
Notary Public, State of Florida

Printed Name: \_\_\_\_\_

My Commission Expires \_\_\_\_\_

Commission No. \_\_\_\_\_

laketarpon.n



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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

In compliance with Florida Section 608.407(2), the undersigned member of authorized representative of a member of LAKE TARPON VILLAGE, 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 \$ 100,000.00
3. The total amount of cash or property anticipated to be contributed by the members is \$450,000.00. This total includes the amounts from 2 above.

*Landon W. Pendill, Sr.*  
Landon W. Pendill, Sr.

The foregoing instrument was acknowledged before me this 15th day of October, 1997, by Landon W. Pendill, Sr. on behalf of Lake Tarpon Village, L.C., a limited liability company. He is personally known to me or has produced [type of identification] as identification.

*J. J. Geller*  
Notary Public, State of Florida

Printed Name: \_\_\_\_\_

My Commission Expires \_\_\_\_\_

Commission No. \_\_\_\_\_

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