



**THE UNITED STATES  
CORPORATION  
COMPANY**

# L97000001294

ACCOUNT NO. : 072100000032

REFERENCE : 596569 3487A

AUTHORIZATION :

COST LIMIT : \$ ~~337.50~~ PPD

ORDER DATE : November 11, 1997

ORDER TIME : 10:04 AM

ORDER NO. : 596569-005

CUSTOMER NO: 3487A

800002354588--4  
-11/21/97--01101--012  
\*\*\*\*337.50 \*\*\*\*337.50

CUSTOMER: Tami D. Toms, Legal Secretary  
ICARD MERRILL CULLIS TIMM  
FUREN & GINSBURG, PA  
2033 Main Street, Suite 101  
P. O. Drawer 4195  
Sarasota, FL 34237

**FILED**  
97 NOV 12 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

DOMESTIC FILING

997000055550

NAME: PINE RIDGE ESTATES, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

G. TAX	
FILING	250.00
R. AGENT FEE	35.00
C. COPY	52.50
TOTAL	337.50
N. BALANCE DUE	
REFUND	

**RECEIVED**  
NOV 12 AM 8:25  
11/12/97  
STATE  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 12, 1997

KIM CLEMONS  
CSC NETWORKS  
TALLAHASSEE, FL.

SUBJECT: PINE RIDGE ESTATES, L.C.  
Ref. Number: W97000025513

**FILED**  
97 NOV 12 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We have received your document for PINE RIDGE ESTATES, L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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: 497A00054276

**RECEIVED**  
97 NOV 19 AM 10:01  
DIVISION OF CORPORATION

**RESUBMIT**

Please give original  
submission date as file date.

## **ARTICLES OF ORGANIZATION**

PINE ESTATES, L.C.

**FILED**  
97 NOV 12 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, desiring to form a limited liability company (a "Company") pursuant to the Florida Limited Liability Company Act, hereby makes and declares these Articles of Organization.

### **Article I - Name**

The name of the Company is PINE ESTATES, L.C.

### **Article II - Duration and Commencement**

This Company shall commence on the date these Articles are filed with the Department of State, and the duration shall be perpetual.

### **Article III - Purpose**

The Company is organized for the purpose of acquiring, developing, owning, operating, and selling real property described in Exhibit "A", and any other lawful purpose.

### **Article IV - Mailing Address and Principal Office**

The mailing and street address of the Company's principal office is 647 Massachusetts, Suite 400, Lawrence, Kansas 66044.

### **ARTICLE V - Initial Registered Office and Agent**

The name and street address of the initial registered agent of this Company is J. Geoffrey Pflugner, 2033 Main Street, Suite 101, Sarasota, Florida 34237.

### **Article VI - Membership**

Members of the Company have the right to admit new members. Additional members may be admitted only on a unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

**Article VII - Continuance of Company**

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.

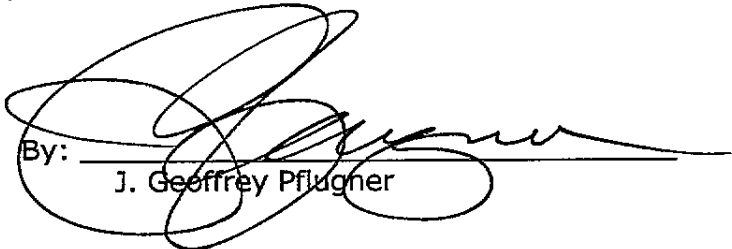
**Article VIII - Management**

The management of the Company shall be reserved to its Manager. J. E. Santaularia, 619 Cattleman Road, Sarasota, Florida 34232, shall manage the Company.

**Article IX - Additional Provisions**

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

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Organization this 7th day of November, 1997.

By:   
J. Geoffrey Pflugner

FILED  
97 NOV 12 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF PINE ESTATES, L.C.  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**  
97 NOV 12 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the hereinabove limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

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

GEOFFREY PFLUGNER, 2033 Main Street, Suite 101, Sarasota, Florida 34237.

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

  
\_\_\_\_\_  
J. GEOFFREY PFLUGNER

Date: \_\_\_\_\_

11-7-97

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned members or authorized representative of a member of  
PINE ESTATES, 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 Fifty-Five Thousand and No/100 Dollars (\$55,000.00).
- (3) If any, the agreed value of property other than cash contributed by members is \$ -0-. A description of the property is attached and made a part of this affidavit.
- (4) The total amount of cash or property anticipated to be contributed by members is \$55,000.00. This total includes amounts from (2) and (3) above.

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



  
J. E. Santaularia

STATE OF KANSAS  
COUNTY OF Douglas

The foregoing instrument was acknowledged before me this 7 day of November, 1997 by J. E. Santaularia, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did not take an oath.

  
Notary Public  
My Commission Expires: 06/3/01