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Law Offices

Hershoff, Lupino,  
DeFoor & Gregg

A PARTNERSHIP, INCLUDING PROFESSIONAL ASSOCIATIONS

90130 OLD HIGHWAY

TAVERNIER, FLORIDA 33070

(305) 852-8440 • (305) 852-8848 FAX

OCEAN REEF CLUB  
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LAND USE COORDINATOR

PETER D. BACHELER

ATTORNEYS AT LAW

JAY A. HERSHOFF

JAMES S. LUPINO

J. ALLISON DEFOOR, II

MARK H. GREGG

MARK E. KOHL

KURT A. VON GONTEN

MARSHALL G. WISEHEART

OF COUNSEL

MAURICE JAY KUTNER

MICHAEL R. STORACE

January 16, 1998

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-01/22/98--01040--004  
\*\*\*\*285.00 \*\*\*\*285.00

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Our File No. 97-466  
More Better Leasing, L.C.

Dear Sir:

Enclosed please find an original and one copy of the above-referenced Articles of Organization of More Better Leasing, L.C., Affidavit of Membership and Contributions, and Affidavit of Registered Agent. I have also enclosed our check in the sum of \$285.00 to cover your filing fee.

Please return a conformed copy of the Articles to the address as indicated above.

Thank you for your attention to this matter.

Name	Very truly yours,
Availability	<i>[Signature]</i>
Document	
Examiner	KURT VON GONTEN, ESQ.
Manager	KVG/mlj
Enclosures	
Verifier	
Acknowledgement	DCC
W. P. Verifier	DCC

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W98000002046

FILED  
98 FEB 17 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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KURT A. VON GONTEN  
MARSHALL G. WISEHEART

**OF COUNSEL**

MAURICE JAY KUTNER  
MICHAEL R. STORACE

February 12, 1998

**Attention: Diane Cushing**  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Our File No. 97-466  
More Better Leasing, L.C.  
Your letter No. 898A00005022


Dear Ms. Cushing:

Enclosed please find an original and one copy of the above-referenced Articles of Organization of More Better Leasing, L.C., Affidavit of Membership and Contributions, and Affidavit of Registered Agent, revised pursuant to your instructions and correspondence of January 29, 1997, a copy of which is enclosed.

Please return a conformed copy of the Articles to the address as indicated above.

Thank you for your attention to this matter. If you have any questions, please do not hesitate to call.

Very truly yours,

  
Michelle Joseph, Secretary to  
KURT VON GONTEN, ESQ.

/mlj

Enclosures

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 29, 1998

KIRT VON GONTEN, ESQ.  
HERSHOFF LUPINO DEFOOR & GREGG  
90130 OLD HIGHWAY  
TAVERNIER, FL 33070

SUBJECT: MORE BETTER LEASING, L.C.  
Ref. Number: W98000002046

We have received your document for MORE BETTER LEASING, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409, Florida Statutes, the effective date specified in the articles of organization must be within 5 business days of the date of receipt. Our office received your document on January 22, 1998. Please amend your document accordingly.

Please complete the addresses in this document. You have only listed the street address you don't list the City and State.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 898A00005022

**ARTICLES OF ORGANIZATION  
OF  
MORE BETTER LEASING, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be More Better Leasing, L.C. ("company").

**ARTICLE II - PURPOSE**

The purpose of this company shall be to operate a special care leasing company whose powers include, but are not limited to:

1. Sue complain or defend, in its name.
2. Purchase, take, receive, lease, or otherwise acquire, own, hold, improve, or use, or otherwise deal in or with, real or personal property, or an interest in real or personal property, wherever situated.
3. Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, or transfer, or otherwise dispose of, all or any part of its property or assets.
4. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, or pledge, or otherwise dispose of, or otherwise use or deal in or with:
  - a. Shares or other interests or obligations of other foreign or domestic limited liability companies, domestic or foreign corporations, associations, general or limited partnerships, or individuals; or
  - b. Direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
5. Make contracts or guarantees or incur liabilities; borrow money at such rates of interest as the limited liability company may determine; issue its notes, bonds, or other obligations; or secure any of its obligations by mortgage or pledge of all or any part of its property, franchises, and income.
6. Lend money for any lawful purpose, invest or reinvest its funds, or take and hold real or personal property as security for the payment of funds so loaned or invested.
7. Conduct its business, carry on its operations and have offices, and exercise the powers granted by this chapter within or without this state.
8. Elect or appoint managers and agents of the limited liability company, define their duties, and fix their compensation.
9. Make and alter its regulations, not inconsistent with its articles or organization or with the laws of this state, for the administration regulation of the affairs of the company.
10. Make donations to the public welfare or for charitable, scientific, or educational purposes.
11. Indemnify a member or manager or any other person to the same extent as a corporation may indemnify any of the directors, officers, employees, or agents of the corporation against expenses actually and reasonably incurred by him or it in connection with the defense of an action, suit or proceeding, whether civil or criminal, in which he or it is made a party.
12. Cease its activities and surrender its certificate of organization.
13. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the company is organized.
14. Transact any lawful business which the members or the managers find to be in aid or governmental policy.

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CLERK OF DISTRICT COURT  
JANUARY 1981

15. Pay pensions and establish pension plans, profit sharing plans, and other incentive plans for any or all of its managers and employees.
16. Be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other enterprise.
17. Have and exercise all powers necessary or convenient to effect its purposes.

### ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the company shall be 162 North Coconut Palm Boulevard, Tavernier, Florida 33070.

### ARTICLE IV - DURATION

The company shall commence its existence on February 14, 1998. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

### ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Louis M. Hooyenga, 162 North Coconut Palm Boulevard, Tavernier, Florida 33070.

### ARTICLE VI - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth as follows:

Louis M. Hooyenga	\$2,000.00
Leana M. Hooyenga	\$ 400.00

### ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

Additional contributions to the capital of the Company shall be made upon an "as needed" basis as determined by the Members, and shall be made by the Members according to their participation or as may otherwise be agreed among.

### ARTICLE VIII - DISTRUBUTIONS

Each member shall share in net profits or losses from the operation of the business of the Company, and in the distrubtion of the property of the Company in the same proportions as that Members' participation as may be adjusted from time to time by reason of additional investments, or as may be agreed in the Regulations of the Cmpany.

### IX ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all other members of the company other than the member proposing to dispose of his or her interest

approve of the proposed transfer by unanimous written consent.

#### ARTICLE X - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE XI MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with the law or these articles of organization. The name and address of the initial manager of the company is Louis M. Hooyenga, 162 North Coconut Palm Boulevard, Tavernier, Florida, 33070.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at \_\_\_\_\_, Florida, on

Louis M. Hooyenga  
Leona M. Hooyenga

STATE OF FLORIDA  
COUNTY OF MONROE

Sworn to and subscribed before me this 7th day of Jan., 1998  
by Louis M. Hooyenga & Leona M. Hooyenga

Anastasia Tracy  
Notary Public, State of Florida

Personally Known \_\_\_\_\_  
OR  
Produced Identification XX

Type of Identification Produced Florida Driver's Licenses

(Seal)



ANASTASIA TRACY  
My Commission **CC387111**  
Expires Jun. 26, 1998  
Bonded by ANB  
800-852-5878

FILED  
FEB 17 AM 10 00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of More Better Leasing, L.C., deposes and says:

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

Louis M. Hooyenga  
Leona M. Hooyenga

2. The total amount of cash contributed by Louis Hooyenga is \$2,000.00.  
The total amount of cash contributed by Leona Hooyenga is \$400.00.
3. The total amount of cash or property anticipated to be contributed by the members is \$2,400.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Louis M. Hooyenga  
Leona M. Hooyenga

STATE OF FLORIDA : COUNTY OF MONROE

SWORN TO and subscribed before me this 7th day of January, 1998

Hooyenga & Leona M. Hooyenga, who is personally known to me or who has presented Florida Driver's  
Licenses as identification.



ANASTASIA TRACY  
My Commission CC387111  
Expires Jun. 26, 1998  
Bonded by ANB  
800-852-5878

Anastasia Tracy  
Notary Public

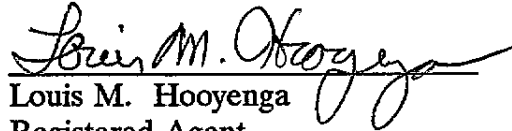
Anastasia Tracy  
Print Name of Notary Public

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FILED  
FEB 17 AM 10:00  
CLERK OF STATE  
ALABAMA, FLORIDA

## ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of More Better Leasing, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Louis M. Hooyenga  
Registered Agent

FILED  
98 FEB 17 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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