

L98000000359

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

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

FILED
98 MAR 20 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Ahlemeier Properties, L.L.C.
(Proposed limited liability company name - must include suffix)

600002450836--2
-03/09/98--01096--001
****293.75 ****293.75

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit
\$ 35.00 Designation of Registered Agent

W 98-5273

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. **Please send one check for the total amount made payable to the Florida Department of State.**

FROM: J. E. Sigoloff Attorney
Name (Printed or typed)

1221 Locust Street, Suite 1000
Address

St. Louis, Missouri 63103
City, State & Zip

(314) 421-4469
Daytime Telephone number



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1998

J.E. SIGOLOFF ATTORNEY
1221 LOCUST ST., SUITE 1000
ST. LOUIS, MO 63103

SUBJECT: AHLEMEIER PROPERTIES, L.L.C.
Ref. Number: W98000005273

98 MAR 20 PM 1: 56
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AHLEMEIER PROPERTIES, L.L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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

Letter Number: 798A00012890

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Ahlemeier Properties, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

934 San Carlos Drive
Ft. Myers Beach, FL 33931

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

ARTICLE IV - Management:

(check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Fred W. Ahlemeier, III
52 W. Oak Hill Drive
Ellisville, MO 63021

Barry W. Ahlemeier
934 San Carlos Drive
Ft. Myers Beach, FL 33931

FILED
98 MAR 20 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED 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: Ahlemeier Properties, L.L.C.

2. The name and address of the registered agent and office is:

Barry W. Ahlemeier
(NAME)

934 San Carlos Drive
(P. O. Box NOT ACCEPTABLE)

Ft. Myers Beach, FL 33931
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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.

Barry W. Ahlemeier
(SIGNATURE)

3/6/98
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF
LIMITED LIABILITY COMPANY**

FILED
MAR 20 PM 4: 56
CLERK OF CIRCUIT COURT
PALM BEACH COUNTY
PALM BEACH, FLORIDA

The undersigned member or authorized representative of a member of Ahlemeier Properties, L.L.C.
_____deposes and says:

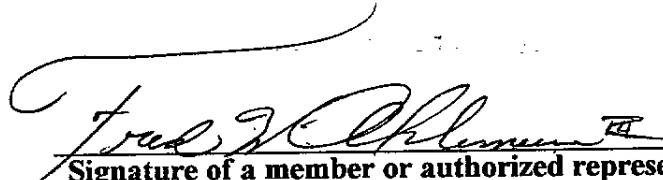
- 1) the above named limited liability company has at least two members

- 2) the total amount of cash contributed by the member(s) is \$ 35,000

- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____
A description of the property is attached and made a part hereto.

- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 35,000
This total includes amounts from 2 and 3 above.

- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 35000



Signature of a member or 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.)