

L98000000623

Michael A. Forbes  
6746 Avenue D.  
Sarasota, Florida 34231  
Tel/fax (941) 926 1119

April 29, 1998

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Registration of Articles of Organization & Registered Agent for THETA ENTERPRISES

600002508226--8  
-05/01/98--01098--001  
\*\*\*\*285.00 \*\*\*\*285.00

To Whom It May Concern:

In the following pages, please find the following documents necessary for the formation of a Florida limited liability company:

- 1) Articles of Organization for Florida Limited Liability Company
- 2) Certificate of Designation of Registered Agent/Registered Office
- 3) Personal Check for \$285.00

I will only require a letter of acknowledgment upon registration.

Thank you,

Michael A. Forbes

FILED  
98 MAY 15 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

L98000000623

W9800000052

Michael A. Forbes  
6746 Avenue D.  
Sarasota, Florida 34231  
Tel/fax (941) 926 1119

May 11, 1998

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Re-submission of Articles of Organization & Registered Agent for  
THETA HOMES L.C.

To Whom It May Concern:

Last week, we had filed articles of organization for the company name  
THETA ENTERPRISES L.C.

This name was subsequently rejected due the this name being unavailable. See file  
number W98000001843.

The new proposed name will be THETA HOMES L.C.

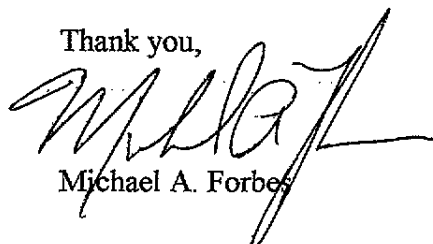
Therefore, in the following pages, please find the following re-submitted documents necessary  
for the formation of a Florida limited liability company:

- 1) Articles of Organization for Florida Limited Liability Company
- 2) Certificate of Designation of Registered Agent/Registered Office

A personal check for \$285.00 was included in the previous articles. This should be applied to  
the re-submission.

I will only require a letter of acknowledgment upon registration.

Thank you,



Michael A. Forbes



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 5, 1998

MICHAEL A. FORBES  
6746 AVENUE D  
SARASOTA, FL 34231

SUBJECT: THETA ENTERPRISES L.C.  
Ref. Number: W98000010052

We have received your document for THETA ENTERPRISES 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):

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 798A00024576

# **ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

## **ARTICLE I – Name:**

The name of the Limited Liability Company is:

**THETA HOMES L.C.**

## **ARTICLE II – Address:**

The mailing address of the principal office of the limited liability company is:

6746 AVENUE D.  
SARASOTA, FLORIDA 34231  
Tel (941) 925 3004

## **ARTICLE III – Duration:**

The limited liability company shall dissolve and terminate at the earliest of the following events:

- Written consent of all members.
- Thirty years from the date of the formation of the limited liability company.
- The entry of decree of judicial dissolution.

## **ARTICLE IV - Management**

The limited liability company is to be managed by the members and the names and addresses of the managing members are:

- Michael Forbes                      Tel: 941 924 7718  
6746 Avenue D  
Sarasota, Florida 34231
- Romano Paganessi                Tel: 011 39 35 713 542  
Via Lungo Romna, 35  
Casnigo (BG) 24020 Italy
- Sergio Andreano                 Tel: 813 586 2586  
Via Garibaldi, 55  
Pietra Ligure 17027 Italy

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TALLAHASSEE, FLORIDA

## ARTICLE V – Admission of Additional Members

The right of the members to admit additional members and the terms and conditions of the admissions shall be by unanimous consent of all members, and in accordance with the requirements, provided in the Operating Agreement.

## ARTICLE VI – Members Rights to Continue Business

The right of the remaining members of the limited liability company 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 limited liability company shall be granted by the unanimous consent of all the remaining Members.

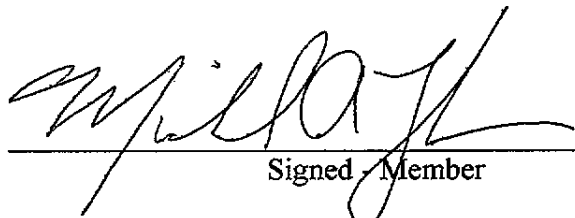
## ARTICLE VII – Affidavit of Membership and Contributions

The undersigned member of the limited liability company certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is
- 3) the agreed value of property other than cash contributed by members is  
(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 members is

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TALLAHASSEE, FLORIDA

\$ 100,000.00  
\$ na  
\$100,000.00

  
\_\_\_\_\_  
Signed - 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.)

Michael A. Forbes  
Signee

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

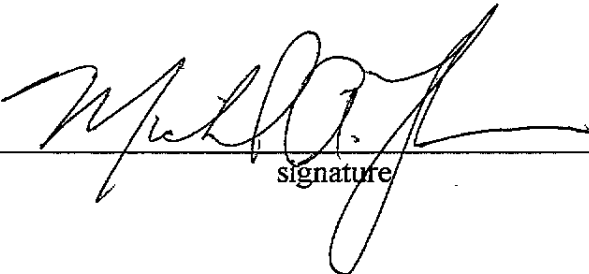
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: THETA HOMES L.C.
2. The name and the Florida street address of the registered agent are:

Michael A. Forbes  
6746 Avenue D.  
Sarasota, Florida 34231

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98 MAY 15 AM 10:48  
SECRETARY OF STATE  
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.*

  
\_\_\_\_\_  
signature