

L980000000661

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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DIVISION OF CORPORATIONS
98 MAY 21 PM 2:22

Gulf Coast Development
Group, L.C.

- Art of Inc. File 300002531219--1
LTD Partnership File -05/21/98--01026--011
Foreign Corp. File ****285.00 ****285.00
☒ L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
☒ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
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UCC 11 Retrieval _____
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1997-867

Signature _____

Requested by:

Name

Date

Time

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Will Pick Up

LS 5/21/98 9:25



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 21, 1998

CAPITAL CONNECTION, INC.
417 E VIRGINIA STREET, SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: GULF COAST DEVELOPMENT GROUP, L.C.
Ref. Number: W98000011669

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We have received your document for GULF COAST DEVELOPMENT GROUP, 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):

You have indicated in Article VI that the company is to be managed by Anthony H. Salce, Jr. However, you must state whether the managers or the managing members will manage the company with his name and address.

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: 798A00028647

ARTICLES OF ORGANIZATION
OF
GULF COAST DEVELOPMENT GROUP, L.C.

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KNOW ALL MEN BY THESE PRESENTS:

That we, ANTHONY H. SALCE, JR. and GERALD MALAMPHY the undersigned, have voluntarily associated themselves for the purpose of forming a limited liability company under the laws of the State of Florida, and to that end, do hereby adopt the following Articles of Organization.

ARTICLE I
Name

The name of the Limited Liability Company ("Company") is GULF COAST DEVELOPMENT GROUP, L.C.

ARTICLE II
Address

The mailing and street address of the Company's principal office within the State of Florida is 4255 Gulf Shore Boulevard North, Suite 1103, Naples, Florida 34103.

ARTICLE III
Business Activity

The Limited Liability Company may engage in any lawful activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV
Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE V
Registered Agent and Office

The name of the Company's initial Registered Agent in Florida is Gerald Malamphy. The address of Company's Registered Office in Florida is 4255 Gulf Shore Boulevard North, Suite 1103, Naples, Florida 34103.

ARTICLE VI
Management

The Company is to be managed by the Manager, Anthony H. Salce, Jr., whose address is 4255 Gulf Shore Boulevard North, Suite 1103, Naples, Florida 34103.

ARTICLE VII
Contributions

The total amount of cash contribution is \$20,000.00. There may be additional contributions agreed to be made by certain members at a future time.

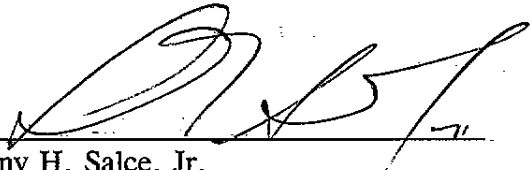
ARTICLE VIII
Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the 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 IX

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.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this 15TH day of May, 1998.



Anthony H. Salce, Jr.



Gerald Malamphy

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STATE OF CONNECTICUT
COUNTY OF FAIRFIELD

The foregoing instrument was sworn to and subscribed before me this 18th day of May, 1998 by Anthony H. Salce, Jr., (X) who is personally known to me or () who provided _____ as identification.

Mark A. Lazar
Notary Public
Mark A. Lazar
Notary Printed Name

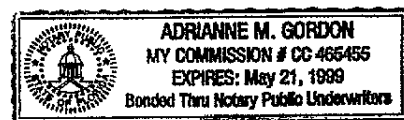
My Commission Expires: 4/30/2001

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 15th day of May, 1998 by Gerald Malamphy, (X) who is personally known to me or () who provided _____ as identification.

Adrianne M. Gordon
Notary Public
ADRIANNE M. GORDON
Notary Printed Name

My Commission Expires: May 21, 1999



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

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Pursuant to the provisions of Florida Statute §608.415 or §608.507, 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 GULF COAST DEVELOPMENT GROUP, L.C.

2. The name and address of the Registered Agent and Office is Gerald Malamphy, 4255 Gulf Shore Boulevard North, Suite 1103, Naples, Florida 34103.

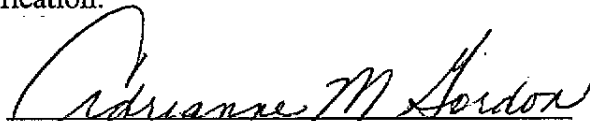
Having been named as Registered Agent and to accept service of process for the above-named Limited Liability Company at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

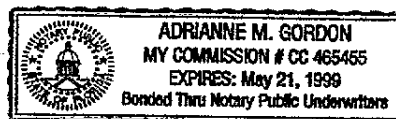
Dated this 15th day of May, 1998.


Gerald Malamphy, Registered Agent

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 15th day of May, 1998 by Gerald Malamphy, (X) who is personally known to me or () who provided _____ as identification.


Notary Public
Adrienne M. Gordon
Notary Printed Name



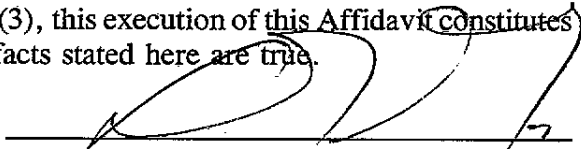
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Gulf Coast Development Group, 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 \$20,000.00 (total amount contributed by Anthony H. Salce, Jr.).
3. If any, the agreed value of property other than cash contributed by members is \$0.00.
4. The total amount of cash or property anticipated to be contributed by members is unknown at this time.

In accordance with Florida Statute §608.408(3), this execution of this Affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.


Anthony H. Salce, Jr.

STATE OF CONNECTICUT
COUNTY OF FAIRFIELD

The foregoing instrument was sworn to and subscribed before me this 18th day of May, 1998 by Anthony H. Salce, Jr., (X) who is personally known to me or () who provided _____ as identification.


Notary Public

Mark A. Lazar
Notary Printed Name

My Commission Expires: 4-30-2001