

JIM L. DYE 1932 - 1998
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FILED
SECRETARY OF CORPORATIONS
98 JUN -2 PM 4:05

June 1, 1998

BY HAND DELIVERY.

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

000002545100--6
-06/03/98-01002--005
****293.75 ****293.75

Re: Windsor Woods, L.C.

Dear Sir or Madam:

Please find enclosed the Articles of Organization, Affidavit of Membership and Contributions and Designation of Registered Agent for the above referenced Limited Liability Company. Also enclosed is a check for \$293.75 for the filing fee and a Certificate of Status.

Please process the filing as soon as possible and please call my office when the Certificate of Status can be picked up.

Your assistance is appreciated.

Very truly yours,


Don D. Dye

DDD/dbg

Enclosures

BH
6/2/98

ARTICLES OF ORGANIZATION
FOR WINDSOR WOODS, L.C.
A FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I

The name of the limited liability company organized by these articles is: WINDSOR
WOODS, L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability
Company is: 7 Bermuda Circle, Englewood, FL 34223.

ARTICLE III

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

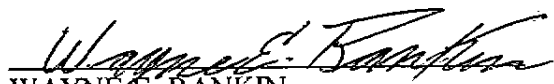
The Limited Liability Company is to be managed by a manager and the name and
address of such manager is:

WAYNE E. RANKIN
7 Bermuda Circle
Englewood, FL 34223

ARTICLE V

Except as otherwise provided in these articles or the regulations, no person may be
admitted as a member unless each existing member consents in writing to the admission of the
additional member.

DATED this 21th day of May, 1998.

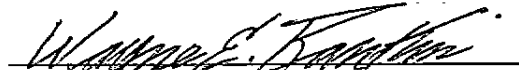

WAYNE E. RANKIN
Managing Member

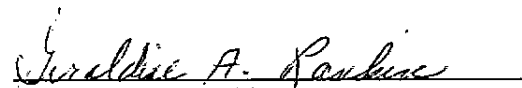
AFFIDAVIT OF
MEMBERSHIP AND CONTRIBUTIONS

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The undersigned members of WINDSOR WOODS, L.C. depose and state:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is: \$ 5180.00.
3. The agreed value of property other than cash contributed by the members is:
\$ N/A.
4. The amount of cash or property anticipated to be contributed by the members is:
\$ 663,000⁰⁰.
5. The total amounts of 2, 3 and 4 above is: \$ 668,180⁰⁰.


Wayne E. Rankin


Geraldine A. Rankin

The aforesaid members acknowledge that 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.

CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office and registered agent in the State of Florida:

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

WAYNE E. RANKIN
7 Bermuda Circle
Englewood, FL 34223

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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.

Dated: May 27, 1998

Wayne E. Rankin
Wayne E. Rankin