

**L980000001161**

**Michael J Styles, PA**

826 N.E. 20 Avenue  
Fort Lauderdale, Fla 33304  
(954) 524 9222  
(954) 524 3090 Fax

June 3, 1998

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-06/09/98--01021--002  
\*\*\*\*337.50 \*\*\*\*337.50

Secretary of State - Florida  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: Incorporation of: BRANDON POINT, L.L.C.**

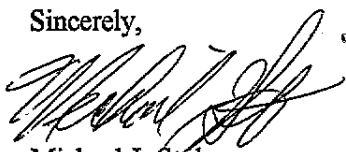
Sir/Madam:

Enclosed please find the original Articles of Organization pertaining to the above-referenced limited liability corporation and our trust account check numbered 1594 for \$337.50 which amount represents the filing fee and cost of a certified copy.

Upon your completion of incorporating the above-referenced limited liability company, please furnish a Certificate of Incorporation and a certified copy of the Articles of Incorporation for same. A self-addressed stamped envelope is enclosed for your convenience.

Thank you for your assistance and cooperation with the foregoing. Should you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

  
Michael J. Styles  
Attorney at Law

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

1911-867

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 22, 1998

MICHAEL J. STYLES  
826 N.E. 20 AVENUE  
FORT LAUDERDALE, FL 33304

SUBJECT: BRANDON POINT, L.L.C.  
Ref. Number: W98000013227

We have received your document for BRANDON POINT, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

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.

We are enclosing the proper form(s) with instructions for your convenience.

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 598A00032385

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# ARTICLES OF ORGANIZATION

OF

## BRANDON POINT, L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute §608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

### ARTICLE I (NAME)

The name of the limited liability company is BRANDON POINT, L.L.C.

### ARTICLE II (DURATION)

The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all Members, or by 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 Members, or by amendment of these Articles of organization providing for the continued existence of the company subsequent to the foregoing events.

### ARTICLE III (ADDRESS)

The mailing address and street address of the principal office of the limited liability company is 3150 Pio Pico Drive, Suite 100, Carlsbad, CA 92009.

### ARTICLE IV (INITIAL REGISTERED OFFICE AND AGENT)

The street address of the initial registered office of the limited liability company shall be at Michael J. Styles, P.A., 826 Northeast 20<sup>th</sup> Street, Fort Lauderdale, FL 33304, and the name of the initial registered agent of the corporation at that address is Michael J, Styles, Esquire.

### ARTICLE V (ADMISSION OF ADDITIONAL MEMBERS)

Additional Members may be admitted upon the approval of a majority of the Member of the Company, upon the written application of such new Member, as more specifically specified in the bylaws of the corporation.

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**ARTICLE VI**  
**(TERMINATION OF EXISTENCE)**

Except as otherwise provided in a written agreement among all Member of the Company, the Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or as provided in the regulations of the Company, unless the business of the Company is continued by the consent of all remaining Members, provided there are at least two (2) remaining Members.

**ARTICLES VII**  
**(MANAGEMENT OF COMPANY)**

The Management of the Company shall be reserved to the Members, in accordance with the regulations adopted by, and any written agreements entered into by, the Members for the management of the business and affairs of the Company. The regulations and written agreements may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the initial managing Members of the Company are:

Name	Address
Robert S. Goldey, III	c/o Sergent Construction Company 3150 Pio Pico Drive, Suite 100 Carlsbad, Ca 92008
Kenneth Sergent	c/o Sergent Construction Company 3150 Pio Pico Drive, Suite 100 Carlsbad, Ca 92008
Larry L. Thomas	4559 Stratford Circle Oceanside, CA 92056
Robert C. Scharbarth, Trustee For the Scharbarth Family Trust dated 10/3/78	P O Box 2704 Rancho Santa Fe, CA 92067
Carol Ann Scharbarth Trustee For the Scharbarth Family Trust dated 10/3/78	P O Box 2704 Rancho Santa Fe, CA 92067

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With the formation of the Company equal interest are given to Goldey (\$500.00), Sergent (\$500.00), Thomas (\$500.00), and the Scharbarth's (\$500.00) as one unit. The contributed capital will equal \$2,000.00.


**ARTICLE VIII**  
**(TRANSFERABILITY OF MEMBER'S INTEREST)**

An interest of a Member of this Company may only be transferred or assigned if all of the remaining Members of this Company approve such transfer or assignment by unanimous written consent. Otherwise, the transferee of the interest of such Member shall have no right to participate in the management of the business and affairs of the Company or to become a Member, and shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that Member otherwise would be entitled.

**ARTICLE IX**  
**(PURPOSE)**

The purpose for which the Company is organized is to transact all lawful business which the laws of the State of Florida authorized for limited liability companies formed under the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17<sup>th</sup> day of May, 1998.

By:   
**ROBERT S. GOLDEY, III**  
**C/O SERGENT CONSTRUCTION**  
**COMPANY**  
**3150 PIO PICO DRIVE, SUITE 100**  
**CARLSBAD, CA 92008**

STATE OF CALIFORNIA

COUNTY OF 

BEFORE ME, personally appeared **ROBERT S. GOLDEY, III**, to me well known and known by men to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who [ ]

[ ] is personally known to me, OR  
[ ☒ ] has produced CDH N6247317 as identification;

and who [ ]

[ ] has taken an oath, OR  
[ ☒ ] has not taken an oath.

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Notary Public  
State of California at large

My Commission expires Aug 28, 1998

By: Larry L. Thomas  
**LARRY L. THOMAS**  
**4559 STRATFORD CIRCLE**  
**OCEANSIDE, CA 92056**

STATE OF CALIFORNIA

COUNTY OF San Diego

BEFORE ME, personally appeared **LARRY L. THOMAS**, to me well known and known by men to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who [ ] In his Authorized Capacity

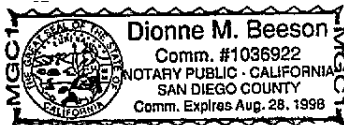
[ ☒ ] is personally known to me, OR  
[ ☒ ] has produced CD 70579405 as identification;

and who [ ]

[ ☒ ] has taken an oath, OR  
[ ☒ ] has not taken an oath.

WITNESS my hand and official seal, this 15 day of May, 1998

(SEAL)



Notary Public  
State of California at large

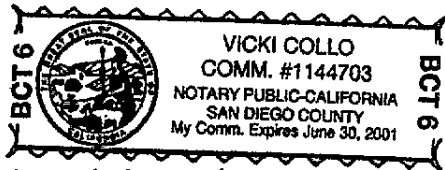
My Commission expires: Aug 28, 1998

By: Robert C. Scharbath  
**ROBERT C. SCHARBARTH, Trustee**  
**for the Scharbath Family Trust dated**  
**10/3/78**

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WITNESS my hand and official seal, this 15 day of May, 1998

(SEAL)



Vicki Collo  
Notary Public  
State of California at large

My Commission expires:

June 30, 2001

By:

Kenneth Sargent  
**KENNETH SERGENT**  
**C/O SERGENT CONSTRUCTION**  
**COMPANY**  
**3150 PIO PICO DRIVE, SUITE 100**  
**CARLSBAD, CA 92008**

STATE OF CALIFORNIA

COUNTY OF San Diego

BEFORE ME, personally appeared **KENNETH SERGENT**, to me well known and known by men to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who [ ] in his authorized capacity.

☒ [ ]

is personally known to me, OR

has produced \_\_\_\_\_ as identification;

and who [ ]

☒ [ ] <sup>vc</sup>

has taken an oath, OR

has not taken an oath.

WITNESS my hand and official seal, this 15 day of May, 1998

(SEAL)

P O Box 2704  
Rancho Santa Fe, CA 92067

STATE OF CALIFORNIA

COUNTY OF San Diego

BEFORE ME, personally appeared **Robert C. Scharbarth, Trustee for the Scharbarth Family Trust dated 10/3/78**, to me well known and known by men to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who [ ]

[ ☒ ] is personally known to me, OR  
[ ] has produced \_\_\_\_\_ as identification;

and who [ ]

[ ☐ ] has taken an oath, OR  
[ ☒ ] has not taken an oath.

WITNESS my hand and official seal, this 14 day of May, 1998



*Heather Holdorf*  
Notary Public  
State of California at large

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My Commission expires:

By:

*Carol Ann Scharbarth*

CAROL ANN SCHARBARTH, Trustee  
for the Scharbarth Family Trust dated  
10/3/78  
P O Box 2704  
Rancho Santa Fe, CA 92067

STATE OF CALIFORNIA

COUNTY OF San Diego



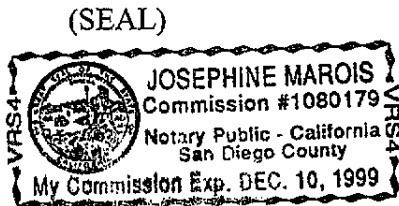
BEFORE ME, personally appeared **Carol Ann Scharbarth, Trustee for the Scharbarth Family Trust dated 10/3/78**, to me well known and known by men to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who [ ]

[ ] is personally known to me, OR  
[ ✓ ] has produced CDL K0084894 as identification;

and who [ ]

[ ] has taken an oath, OR  
[ ✓ ] has not taken an oath.

WITNESS my hand and official seal, this 13 day of may, 1998



My Commission expires: 12-10-99

Notary Public  
State of California at large

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## ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in the Articles of Organization. I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed this 3 day of June, 1998.

By   
Michael J. Styles, Esquire  
Registered Agent

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**ARTICLE VII - Affidavit of Membership and Contributions**

The undersigned member or authorized representative of a member of BRANDON POINT, L.L.C.

certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 2500.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-;  
(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 member(s) is \$ 2500.00.

Robert S. Golden  
Signature of a member or an 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.)

Robert S. Golden

Typed or printed name of signee

**Filing Fee: \$250.00 for Articles and Affidavit**

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