

L98000001245



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 904214 7142564

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 285.00

ORDER DATE : July 24, 1998

500002598595--8

ORDER TIME : 3:0 PM

ORDER NO. : 904214-010

CUSTOMER NO: 7142564

CUSTOMER: Mr. Nick Roknich Iii
ROKNICH & GIBSON

Suite 901
1800 Second Street
Sarasota, FL 34236

DOMESTIC FILING

NAME: L & M DEVELOPMENTS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 24 PM 3:15

FILED

98 JUL 24 PM 3:23
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 24, 1998

TAMARA ODOM
CSC
TALLAHASSEE, FL

SUBJECT: L & M DEVELOPMENTS, L.C.
Ref. Number: W98000016942

FILED
98 JUL 24 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for L & M DEVELOPMENTS, L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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: 098A00039371

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98 JUL 24 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF
L & M DEVELOPMENTS, L.C.

The undersigned certify that we have associated ourselves together for the purposes of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be L & M Developments, L.C., and its principal office shall be located at 560 Yardarm Ln, Sarasota, Florida 34228 in the County of Sarasota, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be the same.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any lawful business or activity.
2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the

powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company is to be managed by two (2) managers. The names and addresses of the persons who shall serve as manager until the first annual meeting of members or until a successor is elected and qualified are as follows:

Donald Lehmer
560 Yardarm Ln
Sarasota, FL 34228

Harry A. Moore
675 Mourning Dove Dr
Sarasota, FL 34236

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members. The member of members continuing the business shall compensate the departing member pursuant to the regulations of this limited liability company contained in the separate agreement.

ARTICLE VI

DURATION

The date and time when the existence of the limited liability company shall commence shall be 12:01 a.m. on July 22, 1998. This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is ROKNICH & GIBSON, 1800 Second St. Suite 901, Sarasota, Florida 34236, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Nick Roknich, III.

The undersigned, being a member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of L & M Developments, L.C.

Executed by the undersigned on 7-22-98

Donald Lehmer
Donald Lehmer

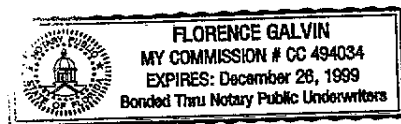
FILED
98 JUL 24 PM 3:15
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 22nd
day of July, 1998 by Donald Lehmer, as a member, on
behalf of L & M Developments, L.C., a limited liability company,
who is (Notary choose one) [✓] personally known to me, or
[] who has produced _____ as
identification.

Florence Galvin
Signature of Notary Public

Printed name of Notary Public
My Commission expires:



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98 JUL 24 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF SARASOTA


In compliance with FS § 608.407(2), the undersigned member or authorized representative of a member of L & M Developments, L.C. deposes and says:

1. The limited liability company identified above has at least two members.

2. The total amount of cash contributed by the members is \$1,000,000.00.

3. If any, the agreed value of property other than cash contributed by the members is \$ NONE.

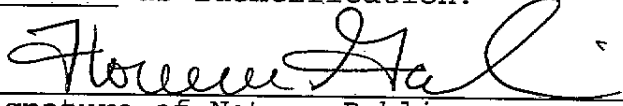
4. The total amount of cash or property anticipated to be contributed by the members is \$ 1,800,000.00. This total includes the amounts from 2 and 3 above.


DONALD LEHMER

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98 JUL 24 PM 3:15
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 20th day of July, 1998 by DONALD LEHMER, as Manager, on behalf of L & M Developments, L.C., a limited liability company, who is (Notary choose one) [☒] personally known to me, or [☐] who has produced _____ as identification.


Signature of Notary Public

Printed name of Notary Public
My Commission expires:

