

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1000 Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8662 Fax (850) 224-2212

L98000001258

Parkwood Estates mobile Home  
Park, L.C.

000002600370---7  
-07/28/98--01044--019  
\*\*\*\*285.00 \*\*\*\*285.00

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File Photo \_\_\_\_\_
- 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 \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

SECRETARY OF CORPORATIONS  
FILED STATIONS  
98 JUL 29 PM 12:39

RECEIVED  
99 JUL 28 AM 11:19  
DIVISION OF CORPORATION

(8)

BK  
7/29/98

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

7-28-98 11:00



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 28, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: PARKWOOD ESTATES MOBILE HOME PARK, L.C.  
Ref. Number: W98000017110

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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We have received your document for PARKWOOD ESTATES MOBILE HOME PARK, 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):

Please note that we have RETAINED your \$285.00 fee.

The AFFIDAVIT must contain THREE MONEY AMOUNTS. The AFFIDAVIT you have submitted only lists TWO of the required money amounts -- the amount of cash contributed, and the total amount of cash and property contributed and anticipated to be contributed.

But the AFFIDAVIT must also list the VALUE OF ANY NON-CASH PROPERTY CONTRIBUTED TO DATE. We would assume that in the case of your company, this amount is ZERO. But the AFFIDAVIT still has to state the amount is ZERO.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 698A00039668

RECEIVED  
98 JUL 29 AM 11:12  
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Corrected

**ARTICLES OF ORGANIZATION**  
**OF**  
**PARKWOOD ESTATES MOBILE HOME PARK, L.C.**  
**a Florida Limited Liability Company**

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**ARTICLE I**  
**NAME**

The name of this Limited Liability Company is PARKWOOD ESTATES MOBILE HOME PARK, L.C. (the "Company").

**ARTICLE II**  
**PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III**  
**ADDRESS**

The mailing and street address of the Company's principal place of business is 400 Parkwood Estates Drive, Plant City, Florida 33566.

**ARTICLE IV**  
**DURATION**

The Company's existence shall commence on the 28th day of July, 1998 and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

**ARTICLE V  
MANAGEMENT**

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., and the same may be amended from time to time, and as further provided in the Regulations of the Company.

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**ARTICLE VI  
MEMBERS**

The names and addresses of the initial members are as follows:

Anthony A. Sutter  
239 Halliday Park Drive  
Tampa, Florida 33612

Sterling Financial Service of Florida I, Inc.  
12408 North Florida Ave.  
Tampa, Florida 33612

P9700000599

**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

**ARTICLE VIII  
CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION  
AND MEMBER VOTING**

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the initial members of the of the Company is as follows:

<u>Name</u>	<u>Amount</u>	<u>Percentage</u>
Anthony A. Sutter	\$1,650,000	75%
Sterling Financial Services of Florida I, Inc.	\$ 550,000	25%

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

**ARTICLE IX  
ADOPTION OF REGULATIONS**

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE X  
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

**ARTICLE XI  
INITIAL ADDRESS OF REGISTERED OFFICE  
AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 2310 West Bay Drive, Largo, Pinellas County, Florida, 33770. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as JOHN P. MARTIN. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

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THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 27th day of July, 1998.

AUTHORIZED REPRESENTATIVE  
OF MEMBER ANTHONY A. SUTTER

*[Handwritten Signature]*  
\_\_\_\_\_  
JOHN P. MARTIN, ESQUIRE

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98 JUL 29 PM 12:39

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 27th day of July, 1998, by JOHN P. MARTIN, as Authorized Representative of ANTHONY A. SUTTER, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

*[Handwritten Signature]*  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**


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**THE UNDERSIGNED MEMBER** or authorized representative of a member of  
PARKWOOD ESTATES MOBILE HOME PARK, L.C., deposes and says:

1. That the above-named limited liability company has at least two (2) members.
2. That the total amount of cash contributed by the members is \$2,200,000.
3. That the total amount of cash or property anticipated to be contributed by members is \$3,000,000. This total includes amounts from paragraph 2 above.
4. That the total amount on non-cash property contributed to date by the members is zero dollars (\$0.00).
5. That he is the authorized representative of a member of PARKWOOD ESTATES

MOBILE HOME PARK, L.C.

Further Affiant sayeth naught.




\_\_\_\_\_  
JOHN P. MARTIN  
Affiant

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 27th day of July, 1998, by JOHN P. MARTIN, as Authorized Representative of Member ANTHONY A. SUTTER, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.



\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:

OFFICIAL NOTARY SEAL  
DIANNE Y BURKLIN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC582920  
MY COMMISSION EXPIRES

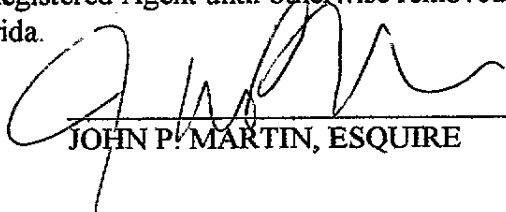
OFFICIAL NOTARY SEAL  
DIANNE Y BURKLIN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC582920  
MY COMMISSION EXPIRES

**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

John P. Martin, Esquire  
2310 West Bay Drive  
Largo, Florida 33770

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)  
JOHN P. MARTIN, ESQUIRE

OFFICIAL NOTARY SEAL  
DIANNE Y BURKLIN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC582920  
MY COMMISSION EXP. SEPT 19, 2000

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