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**GREG A. BETTERTON**

Attorney at Law  
915 South Tamiami Trail  
Nokomis, FL 34275  
(941) 488-4422 Fax (941) 483-4992

Masters in Tax Law from  
University of Florida

Wills, Trusts, Estates  
Business Planning  
Taxation

**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600002605786--3  
-08/03/98--01107--003  
\*\*\*\*337.50 \*\*\*\*337.50

SUBJECT: Formation of Limited Liability Company

"MEADOW, L.L.C."

Enclosed is an original and one (1) copy of Articles of Organization, an original and one (1) copy of the Registered Agent Designation, an original and one (1) copy of Affidavit of Membership and Contributions, and a check for \$337.50 (filing fee, fee for certified copy, and designation of registered agent).

FROM: Greg A. Betterton, Esq.  
915 South Tamiami Trail  
Nokomis, Florida 34275  
(941) 488-4422 Fax (941) 483-4992

Alter letter

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Name	Greg A. Betterton
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

3904-8610

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DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 4, 1998

GREG A. BETTERTON, ESQ.  
915 SOUTH TAMiami TRAIL  
NOKOMIS, FL 34275

SUBJECT: MEADOW, L.C.  
Ref. Number: W98000017643

We have received your document for MEADOW, 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):

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.

The anticipated contributions cannot be "unknown". Either estimate an amount, or put "0".

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: 998A00040681

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## ARTICLES OF ORGANIZATION

OF

**MEADOW, L.C.**  
**a Florida Limited Liability Company**

### ARTICLE I NAME

The name of this Limited Liability Company is MEADOW, 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 5543 Kingsmere, Sarasota, Florida 34235.

### ARTICLE IV DURATION

The Company's existence shall commence on the date of filing these articles of organization 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.

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## **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., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

## **ARTICLE VI MEMBERS**

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

HORST O. SIEBEN  
P.O. Box 10128  
Sarasota, Florida 34278

## **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 PROFIT/LOSS ALLOCATION AND MEMBER VOTING**

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

B. 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.

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

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**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 915 S. Tamiami Trail, Nokomis, FL 34275. 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 GREG A. BETTERTON. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members with an amendment of these Articles.

**THESE ARTICLES OF ORGANIZATION** have been executed by the undersigned member or authorized representative of the member this 31<sup>st</sup> day of July, 1998.

AUTHORIZED REPRESENTATIVE  
OF MEADOW, L.C.:

  
\_\_\_\_\_  
GREG A. BETTERTON

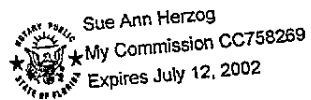
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STATE OF FLORIDA     )  
COUNTY OF SARASOTA   )

The foregoing instrument was acknowledged before me this 31 day of July, 1998, by GREG A. BETTERTON, as Authorized Representative of MEADOW, L.C., 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.

Sue Ann Herzog  
Notary Public, State of Florida  
My Commission Expires:



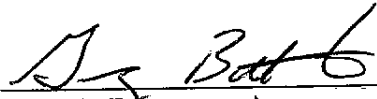
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## ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby state that he is familiar with, and accepts the obligations or his position as Registered Agent and designates as his location for service of process as:

Greg A. Betterton, Attorney at Law  
915 S. Tamiami Trail  
Nokomis, Florida 34275

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

 (SEAL)  
Greg A. Betterton, Attorney at Law

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

**THE UNDERSIGNED MEMBER** or authorized representative of a member of MEADOW,  
L.C., deposes and says:

1. That the above-named limited liability company has at least one (1) member.
2. That the total amount of cash contributed by the members is \$50,000.00.
3. That the total amount of cash or property anticipated to be contributed by members  
is ~~unknown~~ <sup>-P-</sup>. This total includes amounts from paragraph 2 above.
5. That he is the authorized representative of a member of MEADOW, L.C.


Further Affiant sayeth naught.


  
\_\_\_\_\_  
GREG A. BETTERTON  
Affiant

STATE OF FLORIDA     )  
COUNTY OF SARASOTA )

The foregoing instrument was acknowledged before me this 31 day of  
JULY, 1998, by GREG A. BETTERTON, as Authorized Representative of  
Member HORST O. SIEBEN, 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.

 Sue Ann Herzog  
My Commission Expires July 12, 2002

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

erzog  
Commission CC758269  
Expires July 12, 2002

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