

L98000001761



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 952190 85036A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 337.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP - 4 AM 11:45

ORDER DATE : September 4, 1998

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ORDER NO. : 952190-015

CUSTOMER NO: 85036A

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CUSTOMER: Robert A. Forlizzo, Esq
FORLIZZO & NEAL

Suite 300
13577 Feather Sound Drive
Clearwater, FL 33762

DOMESTIC FILING

description
00789-01117-01115-00524-00671

NAME: A.S.A. TWO, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

W98-20269

Name	<i>MAH</i>
Availability	<i>MAH</i>
Document Examiner	<i>MAH</i>
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 4, 1998

CSC CORPORATION COMPANY
DEBORAH SCHRODER

SUBJECT: A.S.A. TWO, L.C.
Ref. Number: W98000020269

RESUBMIT
Please give original
submission date as file date.

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

The document must contain the entity's complete mailing address.

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.

Please give a description of the property contributed.,

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: 498A00045441

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
A.S.A. TWO, L.C.

The undersigned Authorized Representative of Member adopts the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

ARTICLE I.
NAME OF COMPANY

The name of the limited liability company is A.S.A. TWO L.C. (the "Company").

ARTICLE II.
MAILING ADDRESS OF COMPANY

The mailing address of the Company shall be 1408 North Westshore Boulevard, Suite 1002, Tampa, Florida 33607.

ARTICLE III.
PERIOD OF DURATION

The Company's period of duration shall commence upon the filing of these Articles with the Secretary of State of the State of Florida and be perpetual thereafter.

ARTICLE IV.
REGISTERED OFFICE AND AGENT

The address of the Company's principal office is as follows: 1408 North Westshore Boulevard, Suite 1002, Tampa, Florida 33607. The name and address of the Company's initial registered agent in the State of Florida is as follows: Robert A. Forlizzo, 13577 Feather Sound Drive, Suite 300, Clearwater, Florida 33762.

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**ARTICLE V.
NO ADDITIONAL MEMBERS**

Additional persons may not be admitted to the Company as Members.

**ARTICLE VI.
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the occurrence of the following: The death, retirement, resignation, expulsion, dissolution or bankruptcy of a Member, or any other event which terminates the membership of a Member in the Company, unless within ninety (90) days after such event Members owning a majority in interest of the Company agree in writing to continue the business of the Company.

**ARTICLE VII.
MANAGEMENT**

The Company will be managed by one (1) Manager in accordance with the Company's Operating Agreement and Regulations. The name and business address of the sole initial Manager who shall serve until the first annual meeting of Members or until its successor(s) is elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
ALFRED S. AUSTIN	1408 North Westshore Boulevard, Suite 1002 Tampa, FL 33607

**ARTICLE VIII.
PURPOSE**

The Company is organized for any lawful purpose for which a limited liability company may be organized pursuant to the Act.

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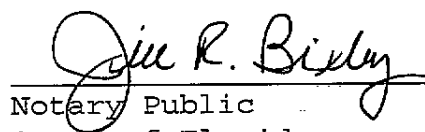
IN WITNESS WHEREOF, the following Member has executed these Articles of Organization on this 7th day of September, 1998.



ROBERT A. FORLIZZO, Attorney
and Authorized Representative
of AMY AUSTIN GUAGLIARDO,
Member

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 7th day of September, 1998, by ROBERT A. FORLIZZO, Attorney and Authorized Representative of AMY AUSTIN GUAGLIARDO, Member. He is personally known to me.



Notary Public
State of Florida
My Commission Expires:

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NOTARY PUBLIC - STATE OF FLORIDA
JILL R. BIXBY
COMMISSION # CC894112
EXPIRES 12/22/2000
BONDED THRU ASA 1-888-NOTARY1

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the limited liability company is:

A.S.A. TWO, L.C.

2. The name and address of the Registered Agent and Office is:

ROBERT A. FORLIZZO
13577 Feather Sound Drive, Suite 300
Clearwater, FL 33762

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.


ROBERT A. FORLIZZO


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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned, as Authorized Representative of AMY AUSTIN GUAGLIARDO, Member of A.S.A. TWO, L.C., a Florida limited liability company, deposes and says:

1. The above-named limited liability company has two (2) members.
2. The total amount of cash contributed by the Member(s) is: TWO Hundred and no/100 Dollars (\$100.00).
3. If any, the agreed value of property, other than cash, contributed by Member(s) is: \$1,000.00. The property is a Partnership interest in Florida/Vista, Ltd., a Florida limited partnership.
4. The total amount of cash or property anticipated to be contributed by Member(s) is: One Thousand One Hundred and no/100 Dollars (\$1,100.00). The total from 2 and 3 above is: One Thousand One Hundred and no/100 Dollars (\$1,100.00).


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 A. FORLIZZO, Attorney
and Authorized Representative
of AMY AUSTIN GUAGLIARDO,
Member

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DIVISION OF CORPORATIONS
98 SEP - 4 AM 11:35

STATE OF FLORIDA)
COUNTY OF PINELLAS)

7th The foregoing instrument was acknowledged before me this day of September, 1998, by ROBERT A. FORLIZZO, Attorney and Authorized Representative of AMY AUSTIN GUAGLIARDO, Member. He is personally known to me.



Notary Public
State of Florida
My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
JILL R. BIXBY
COMMISSION # CC894112
EXPIRES 12/22/2000
BONDED THRU ASA 1-888-NOTARY1

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