

L98000001890

LAW OFFICES

SIDNEY L. VIHLEN, III, P.A.

ATTORNEYS AND COUNSELORS AT LAW

1173 SPRING CENTRE SOUTH BOULEVARD, SUITE C
ALTAMONTE SPRINGS, FLORIDA 32714

(407) 786-2200

SIDNEY L. VIHLEN, III
PAUL M. SILLS

PLEASE REPLY TO:
POST OFFICE BOX 161554
ALTAMONTE SPRINGS, FLORIDA
32716-1554
TELECOPIER (407) 786-2247

September 4, 1998

Secretary of State
Division of Corporations
Attn: New Filing
Post Office Box 6327
Tallahassee, Florida 32314

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-09/08/98--01071--014
****337.50 ****337.50

RE: Filing Articles of Organization/FLORIDA DEVELOPMENT AND REALTY,
L.L.C.

Dear Sir/Madam:

Enclosed, please find the original Articles of Organization of Florida Development and Realty, L.L.C., including two Affidavits of Membership and Contributions, for filing with your office.

Additionally, you will find a check, made payable to the Secretary of State, in the amount of \$337.50, representing the required filing fee, consisting of the following:

Filing Fee	\$ 250.00
Registered Agent Fee	\$ 35.00
Certified Copy	\$ 52.50
Total	<u>\$ 337.50</u>

Name	9/15/98
Availability	dcc
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

FILED
98 SEP 17 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L98000001890

W 980000020623

Page 2

Secretary of State

Filing Articles of Organization for:

Florida Development and Realty, L.L.C.

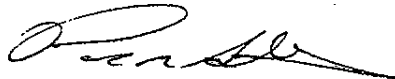
September 4, 1998

Please transmit to our office a certified copy of the duly filed Articles of Organization for Florida Development and Realty, L.L.C. once filed.

Any questions regarding this matter should be directed to us (407) 786-2200. Thank you for your assistance with this matter.

Sincerely,

LAW OFFICES OF SIDNEY L. VIHLEN, III, P.A.

A handwritten signature in dark ink, appearing to read "Paul M. Sills", with a stylized, flowing script.

Paul M. Sills

PMS/pms
/enclosures

LAW OFFICES
SIDNEY L. VIHLEN, III, P.A.

ATTORNEYS AND COUNSELORS AT LAW
1173 SPRING CENTRE SOUTH BOULEVARD, SUITE C
ALTAMONTE SPRINGS, FLORIDA 32714
(407) 786-2200

PLEASE REPLY TO:
POST OFFICE BOX 161554
ALTAMONTE SPRINGS, FLORIDA
32716-1554
TELECOPIER (407) 786-2247

SIDNEY L. VIHLEN, III
PAUL M. SILLS

September 16, 1998

Secretary of State
Division of Corporations
Attn: Diane Cushing
409 East Gaines Street
Tallahassee, Florida 32314

RE: Filing Articles of Organization/FLORIDA DEVELOPMENT AND REALTY,
L.L.C.

Dear Ms. Cushing:

Enclosed, please find the original Articles of Organization of Florida Development and Realty, L.L.C., including two Affidavits of Membership and Contributions, for filing with your office.

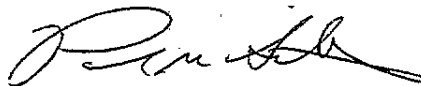
Additionally, enclosed, you will find a copy of your correspondence received regarding adding the members' addresses to the Articles. These addresses have been added per your request.

Please transmit to our office a certified copy of the duly filed Articles of Organization for Florida Development and Realty, L.L.C. once filed.

Any questions regarding this matter should be directed to us (407) 786-2200. Thank you for your assistance with this matter.

Sincerely,

LAW OFFICES OF SIDNEY L. VIHLEN, III, P.A.



Paul M. Sills

PMS/pms
/enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1998

PAUL M. SILLS
SIDNEY L. VIHLEN, III, P.A.
P.O. BOX 161554
ALTAMONTE SPRINGS, FL 32716-1554

SUBJECT: FLORIDA DEVELOPMENT AND REALTY, L.L.C.
Ref. Number: W98000020623

We have received your document for FLORIDA DEVELOPMENT AND REALTY, 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):

The document must contain the names and street addresses of the members or managers 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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 298A00045978

**ARTICLES OF ORGANIZATION OF
FLORIDA DEVELOPMENT AND REALTY, L.L.C.**

The undersigned hereby form this limited liability company for the purposes set forth in these Articles of Organization.

**ARTICLE I
NAME**

The name of this limited liability company shall be:

FLORIDA DEVELOPMENT AND REALTY, L.L.C.

**ARTICLE II
ADDRESSES**

The mailing address and street address of the initial principal office of this limited liability company is:

204 North Park Avenue, Suite 100
Sanford, Florida 32771

**ARTICLE III
DURATION**

The existence of this limited liability company shall begin upon the filing of these Articles of Organization and shall continue in perpetuity, unless terminated as provided for in the regulations of this limited liability company or by general law.

**ARTICLE IV
PURPOSE OF THE LIMITED LIABILITY COMPANY**

The purpose of this limited liability company shall be to engage in any lawful act or activity for which companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE V
MANAGEMENT**

Management of this limited liability company is hereby reserved to the members, who shall govern the management of the company and have voting power in relation to their capital contributions.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
INITIAL MEMBERS

The initial members of this limited liability company, their addresses and their respective interests are as follows:

Sid L. Vihlen, Jr.	33 1/3%	Ward Investment Partnership	66 2/3%
204 North Park Avenue, Suite 100		2401 South Laflin Street	
Sanford, Florida 32771		Chicago, Illinois 60608	

ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS

The members may, pursuant to the regulations of this limited liability company, permit the admission of additional members, including substitute members and assignees of a membership interest. The members, pursuant to the regulations of this limited liability company, shall determine the capital contributions of any such additional members.

ARTICLE VIII
MEMBERS' RIGHT TO CONTINUE BUSINESS

The members of this limited liability company shall have the right to continue the business of the company, despite the death, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE IX
ADDITIONAL CONTRIBUTIONS

No member shall have any obligation to make any additional contribution to this limited liability company, unless the additional contribution is approved unanimously by all members.

ARTICLE X
TRANSFERABILITY OF INTEREST

No interest in this limited liability company may be transferred except as specifically set forth in the regulations of this limited liability company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE XI
AMENDMENT OF ARTICLES OF ORGANIZATION

The power to adopt, alter, amend or restate these Articles of Organization is vested in the members. Any adoption, alteration, amendment or restatement of these Articles of Organization must be approved by an affirmative vote of no less than 75% of the outstanding interest in this limited liability company.

ARTICLE XII
AMENDMENT OF REGULATIONS

The power to adopt, alter, amend or repeal the regulations of this limited liability company is vested in the members. Any adoption, alteration, amendment or repeal of the regulations shall require an affirmative vote of no less than 75% of the outstanding interest in this limited liability company.

ARTICLE XIII
REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this limited liability company shall be Sidney L. Vihlen, III, Attorney at Law. The initial registered office shall be located at 1173 Spring Centre South Blvd., Suite C, Altamonte Springs, Florida 32714.

IN WITNESS WHEREOF, the undersigned members have hereunto set their hands and seals this 13th day of July, 1998.

WARD INVESTMENT PARTNERSHIP

By: 

Name Printed: FRANK WARD, SR.


Sid L. Vihlen, Jr.

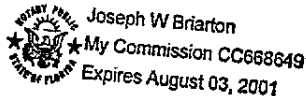
STATE OF FLORIDA }
COUNTY OF SEMINOLE }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared Sid L. Vihlen, Jr., who is either personally known to me, or who produced a Florida Driver's License as identification, and who, after

being duly sworn, acknowledged to me that he executed the foregoing Articles of Organization as a member for the purposes expressed therein.

WITNESS my hand and official seal in the County and State last aforesaid on this the 13th day of July, 1998.

(SEAL)



Joseph W. Briarton
Notary Public, State of Florida

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SEP 17 PM 1:20
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF ILLINOIS
COUNTY OF COOK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared FRANK WARD, SR., of the Ward Investment Partnership, who is either personally known to me, or who produced _____ as identification, and who, after being duly sworn, acknowledged to me that he/she executed the foregoing Articles of Organization as member for the purposes expressed therein.

WITNESS my hand and official seal in the County and State last aforesaid on this the 25TH day of JUNE, 1998.



Matthew J. Carmody
Notary Public, State of ILLINOIS

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **FLORIDA DEVELOPMENT AND REALTY, L.L.C.**, which appointment is made in this the Articles of Organization of **FLORIDA DEVELOPMENT AND REALTY, L.L.C.**

Sidney L. Vihlen, III
Sidney L. Vihlen, III, Attorney at Law

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF THE MEMBERS OF
FLORIDA DEVELOPMENT AND REALTY, L.L.C.

STATE OF FLORIDA }
COUNTY OF SEMINOLE }

FILED
98 SEP 17 AM 11:20
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

BEFORE ME, the undersigned authority, authorized to take oaths and acknowledgments in the State of Florida, personally appeared Sid L Vihlen, Jr., member of the **FLORIDA DEVELOPMENT AND REALTY, L.L.C.**, who, after being duly sworn, stated as follows:

1. **FLORIDA DEVELOPMENT AND REALTY, L.L.C.** has the following two (2) members:

Sid L. Vihlen, Jr.
Ward Investment Partnership

2. The Ward Investment Partnership has or will contribute cash in the amount of \$80.00.
3. Sid L. Vihlen, Jr. has or will contribute cash in the amount of \$40.00.
4. The total amount of cash that the members have or will contribute is \$120.00.

FURTHER AFFIANT SAYETH NOT.




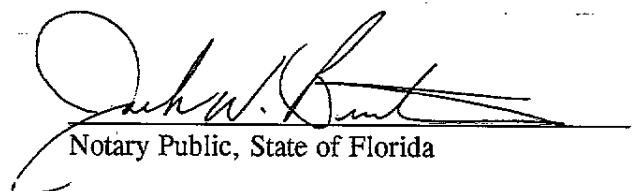
Sid L. Vihlen, Jr., Member

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgements, personally appeared Sid Vihlen, Jr., who is either personally known by me, or who produced a Florida Driver's License as identification, and who, after being duly sworn, acknowledged to me that he executed this Affidavit as a member for the purposes expressed herein.

WITNESS my hand and official seal in the County and State last aforesaid on this the 13th day of July, 1998.

(SEAL)

 Joseph W Briarton
My Commission CC668649
Expires August 03, 2001



Notary Public, State of Florida

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF THE MEMBERS OF
FLORIDA DEVELOPMENT AND REALTY, L.L.C.

STATE OF ILLINOIS }
COUNTY OF COOK }

FILED
98 SEP 17 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, authorized to take oaths and acknowledgments in the State of ILLINOIS, personally appeared FRANK WARD, SR. of the Ward Investment Partnership, member of the FLORIDA DEVELOPMENT AND REALTY, L.L.C., who, after being duly sworn, stated as follows:

1. FLORIDA DEVELOPMENT AND REALTY, L.L.C. has the following two (2) members:

Sid L. Vihlen, Jr.
Ward Investment Partnership

2. The Ward Investment Partnership has or will contribute cash in the amount of \$80.00.
3. Sid L. Vihlen, Jr. has or will contribute cash in the amount of \$40.00.
4. The total amount of cash that the members have or will contribute is \$ 120.00.

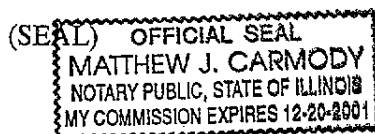
FURTHER AFFIANT SAYETH NOT.

Ward Investment Partnership

By: [Signature]
Name Printed: FRANK WARD, SR.

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgments, personally appeared FRANK WARD, SR. of the Ward Investment Partnership, who is either personally known by me, or who produced _____ as identification, and who, after being duly sworn, acknowledged to me that he/she executed this Affidavit as a member for the purposes expressed herein.

WITNESS my hand and official seal in the County and State last aforesaid on this the 25TH day of JUNE, 1998.



[Signature]
Notary Public, State of ILLINOIS