

L98000002111



ACCOUNT NO. : 072100000032

REFERENCE : 979691 7166045

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 30, 1998

ORDER TIME : 1:14 PM

ORDER NO. : 979691-005

CUSTOMER NO: 7166045

CUSTOMER: Mr. Dean R. Wandrei
DEAN R. WANDREI

Po Box 2695

Marco Island, FL 34146

700002652587--6
-09/30/98--01068--002
****285.00 ****285.00

CM

DOMESTIC FILING

NAME: EQUIQUEST PROPERTIES

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

RECEIVED
90 SEP 30 PM 1:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
90 SEP 30 PM 1:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 30, 1998

TAMARA ODOM
CSC
TALLAHASSEE, FL

SUBJECT: EQUIQUEST PROPERTIES
Ref. Number: W98000022368

RESUBMIT

Please give original
submission date as file date.

*Please
backdate to
9-30-98, if
at all possible*

We have received your document for EQUIQUEST PROPERTIES and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a Limited Liability Company must end with the words "limited company", "limited liability company" or their abbreviation "L.C." or "L.L.C."

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

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 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: 498A00048996

RECEIVED
SEP 30 11:05 AM '98
DIVISION OF CORPORATIONS

FILED
SEP 30 PM 1:54
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION

ARTICLES OF ORGANIZATION

OF

EQUIQUEST PROPERTIES LLC

A FLORIDA LIMITED LIABILITY COMPANY

FILED
98 SEP 30 PM 1:54
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned hereby form a limited liability company ("LLC") under the Florida Limited Liability Company Act and hereby adopt the following Articles of Organization of the LLC:

1. The name of the LLC is: "EquiQuest Properties LLC" (hereinafter, "Company").
2. The address of the registered office of the Company is: 1157 SE 13th St., Cape Coral FL, 33990, and the principal office address and mailing address shall be the same.
3. The name and address of the agent for service of process on the Company is: Robert C. Bellenir, 1157 SE 13th St., Cape Coral FL, 33990.
4. There are or will be two (2) or more members of the Company at the time the Company is formed.
5. The duration of the Company shall be thirty (30) years from the date of filing these Articles of Organization with the Florida Corporation Commission.
6. The latest date on which the Company is to dissolve is: September 23, 2028.
7. The name and address of each member of the Company who owns a fifty-percent (50%) interest in the capital or profits of the Company is:
8. Management of the limited liability company is reserved to the members.
9. The name and address of each person who is a member of the Company at the time of its formation is:

Robert C. Bellenir 1157 SE 13 th St., Cape Coral FL, 33990	Dean R. Wandrei P.O. Box 2695 Marco Island, FL 34146
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10. The Company shall have all powers that may be held by limited liability companies under the laws of the State of Florida as they may be amended from time to time.

11. The purpose for which the Company is organized is the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Florida as they may be amended from time to time.

12. No manager or advisory manager shall be personally liable to the Company or the members for monetary damages for any breach of fiduciary duty by such person as a manager, whether acting in his capacity as a member of a board of managers or a committee thereof, provided, however, that to the extent provided by applicable law this provision shall not eliminate or limit liability of such manager (i) for any breach of the manager's duty of loyalty to the Company or the members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for authorizing the unlawful payment of a dividend or other distribution on the Company's membership interests or the unlawful purchase of its membership interests, or (iv) for any transaction from which such manager derived an improper personal benefit. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any member or advisory member of the Company for or with respect to any acts or omissions of such member occurring prior to such amendment or repeal.

13. The remaining members of the limited liability company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the limited liability company.

14. The members of the limited liability company have the right to admit additional members only if it is agreed upon by means of an unanimous vote participated in by all existing members of the limited liability company.

15. All members of the limited liability company agree that the structure of the Company will be that of a partnership for tax purposes.

16. All members agree that the Company will have the corporate characteristic of limited liability making the owners only liable for capital contributions. Thus, none of the owners are personally liable for business debts.

The members shall enter into an Operating Agreement which relates to the business of the Company, the conduct of its affairs, its rights or powers and the rights or powers of its members, managers, officers, employees or agents.

IN WITNESS WHEREOF, we the undersigned organizers have set our hands on the date indicated below.

Date: 9/23/98 Signature: Robert C. Bellerin

Date: 9/26/98 Signature: [Signature]

FILED
98 SEP 30 PM 1:54
CLERK OF STATE
TALLAHASSEE, FLORIDA


AFFIDAVIT

BE IT ACKNOWLEDGED, that Dean Robert Wandrei of Marco Island, FL, the undersigned deponent, being of legal age, does hereby depose and say under oath as follows: I, Dean Robert Wandrei, declare that the limited liability company (LLC) doing business as, "EquiQuest Properties LLC" has at least two (2)

members and each member has contributed \$3000.00 to the company. The total amount of cash contributed is \$6000. There is no property. The total amount of cash and property anticipated is \$6000.

And I affirm that the foregoing is true except as to statements made upon information and belief, and as to those I believe them to be true.

Witness my hand under the penalties of perjury this 23rd day of September, 1998.


Signature

PO Box 2695

Marco Island, FL 34146

STATE OF Florida
COUNTY OF Collier

On September 23, 1998 before me, DEAN WANDREI personally appeared, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Lisa M. Schisler

Affiant ☒ Known ☐ Produced ID

Type of ID _____ (Seal)



98 SEP 30 PM 1:54
FILED
NOTARY PUBLIC
PALM BEACH, FLORIDA

LIMITED LIABILITY COMPANY CERTIFICATE

When recorded mail to:
Dean R. Wandrei
P.O. Box 2695
Marco Island, FL 34146

Space above for Recorder's use only

FLORIDA LIMITED LIABILITY COMPANY

CERTIFICATE OF EXISTENCE & AUTHORITY

TO WHOM IT MAY CONCERN:

On September 23, 1998, Dean R. Wandrei organized a Florida limited liability company (hereinafter, "Company") by delivering Articles of Organization to the Florida Corporation Commission. Under penalty of perjury, the undersigned hereby certify/certifies that the following constitutes a true and correct statement of certain provisions applicable to the Company and may be relied upon as a full statement of the matters covered by such provisions by anyone dealing with any Manager or Member of the Company:

1. The name of the Company is: "EquiQuest Properties LLC."
2. The Articles of Organization were filed in the office of the Florida Corporation Commission on September 23, 1998.
3. The Company has adopted and entered into an Operating Agreement which relates to the business of the Company, the conduct of its affairs, its rights or powers and the rights or powers of its members, managers, officers, employees or agents.
4. The Company is member-managed and the undersigned is/are a members duly authorized to contract for and on behalf of the Company.
5. The authority of the undersigned, as conferred in the Articles of Organization and Operating Agreement, has not been amended or revoked as of the date hereof.
6. The address of the registered office of the Company is: 1157 SE 13th St., Cape Coral FL, 33990, and the principal office and mailing address shall be the same.
7. The latest date on which the Company is to dissolve is the date which is thirty (30) years and one (1) day from the date of filing the Articles of Organization with the Florida Corporation Commission.
8. The Company has all powers, which may be held by limited liability companies under the laws of the State of Florida as they may be amended from time to time.

In confirmation and affirmation of the foregoing, the undersigned hereby state/s that the assertion by any person identified herein as a manager or member that (1) he or she is acting alone or with another as a qualified manager or member, or (2) that he or she is acting with full delegated powers from a manager or member, shall be sufficient on its face and no person shall be put to further inquiry into the right of such person to so act.

FILED
98 SEP 30 PM 1:54
TALAHASSEE, FLORIDA

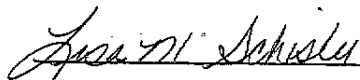
Reproductions of this executed original (with reproduced signatures) shall be deemed to be original counterparts of this Certificate.

Dated: September 23, 1998.

Signature: 

STATE OF FLORIDA)
) ss.
County of Lee)

On Sept 23, 1998, before me, a Notary Public in and for said County, personally appeared Dean R. Wandrei, known to me to be the same person described hereinabove and who executed the within instrument, who acknowledged the same to be their free act and deed.



Notary Public

My Commission Expires: _____



CLERK OF COURT
JANUARY 1, 1999
TALLAHASSEE, FLORIDA

03 SEP 30 PM 1:55

FILED