

10/06/98 TUE 11:01 FAX 1 407 423 4495

LOWNDES DROSDICK

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10/06/98 FLORIDA DIVISION OF CORPORATIONS  
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((H98000018508 5)))

TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KAREN L DIDEA

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: FOUR CORNERS, LLC

AUDIT NUMBER.....H98000018508

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0 PAGES..... 5

CERT. COPIES.....1 DEL.METHOD.. FAX

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ATTORNEY: 427

CLIENT: 099998

MATTER: 10901

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,  
October 6, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE  
Direct Dial: 407/418-6203

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 6, 1998

LORAN A. JOHNSON  
P.O. BOX 2809  
ORLANDO, FL 32802-2809

SUBJECT: FOUR CORNERS, LLC  
REF: W98000022719

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

On article vii and article viii you must state what the operating agreement says. Set forth in the operating agreement is not acceptable.,

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

FAX Aud. #: H98000018508  
Letter Number: 198A00049675

ARTICLES OF ORGANIZATION

OF

FOUR CORNERS, LLC

ARTICLE I - NAME

The name of this limited liability company is FOUR CORNERS, LLC (the "Company").

ARTICLE II - DURATION

The duration of the Company shall be perpetual.

ARTICLE III - PURPOSE

The purpose for which the Company is formed is to invest in, possibly develop, and ultimately sell, exchange or otherwise dispose of certain tracts of land in Polk County, Florida and, subject to the approval of a majority in interest of the Members, engage in any other lawful business.

ARTICLE IV - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be 12222 Highway 27 North, Davenport, Florida 33837.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 215 N. Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of the Company at that address is Aaron J. Gorovitz.

This document was prepared by:  
LORAN A. JOHNSON, ESQUIRE  
Florida Bar Number: 339350  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

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ARTICLE VI - MANAGEMENT

The Company shall be managed by one or more Managers who need not be Members. The initial Manager of the Company, who shall serve until the first annual meeting of the Members or until its successor is elected and qualify in accordance with the Regulations and Operating Agreement, and the respective address of such Manager, are as follows:

INSITE DEVELOPERS, INC., a Florida  
corporation

12222 Highway 27 North  
Davenport, Florida 33837

ARTICLE VII - REGULATIONS AND OPERATING AGREEMENT

The management and affairs of the Company shall be conducted in accordance with the Regulations and Operating Agreement of the Company adopted by the Members.

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

With the approval of a majority in interest of the Members of the Company, additional Members may be admitted.

ARTICLE IX - CONTINUATION

The remaining Members of the Company have the right to continue the business in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

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IN WITNESS WHEREOF, the undersigned Member(s) has/have executed these Articles of  
Organization this 6th day of October, 1998.

  
David Bornstein, Member

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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 statements to designate a registered office and registered agent in the State of Florida.

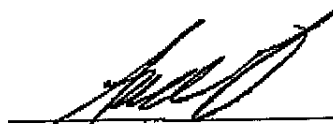
1. The name of the limited liability company is FOUR CORNERS, LLC.
2. The name and Florida street address of the registered agent and office are:

Aaron J. Gorovitz  
215 N. Eola Drive  
Orlando, Florida 32801



David Bornstein, Member

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.



Aaron J. Gorovitz

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member of FOUR CORNERS, LLC, deposes and says:

1. FOUR CORNERS, LLC, a Florida limited liability company (the "Company") has at least one (1) member.
2. The total amount of cash contributed by the Members of the Company is \$1,200,000.
3. The Members have not contributed property other than cash to the Company.
4. The total amount of cash or property anticipated to be contributed by the Members of the Company is \$-0-.
5. The total of the amounts listed in Paragraphs 2, 3 and 4 is \$1,200,000.

  
David Bornstein, Member

(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).

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