

L98000002419

TRANSMITTAL LETTER  
FOR FLORIDA LIMITED LIABILITY COMPANY

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

500002672105--5  
-10/26/98--01050--015  
\*\*\*\*293.75 \*\*\*\*293.75

SUBJECT: HATTLER'S PLANTATION, LLC  
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit  
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FILED  
98 OCT 26 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FROM: RICHARD MEA. HATTLER  
Name (Printed or typed)

11180 SNAPPER CREEK ROAD  
Address

CORAL GABLES, FLORIDA 33156  
City, State & Zip

(305) 278-8400  
Daytime Telephone number

Name	10/27/98
Availability	Dec
Document Examiner	DCC
Physician	cc
Upward Verifier	1
Acknowledgement	DCC
W. P. Verifier	DCC

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**ARTICLES OF ORGANIZATION  
OF  
HATTLER'S PLANTATION, LLC**

**ARTICLE I**

The name of this Limited Liability Company shall be: HATTLER'S PLANTATION, LLC

**ARTICLE II**

This Limited Liability Company shall exist for a period of 50 years from the date of filing the Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.

**ARTICLE III**

This Limited Liability Company is created for the purpose of transacting any legal and lawful business pursuant to the Florida Limited Liability Company Act.

**ARTICLE IV**

The place of business and the mailing address of this Limited Liability Company shall be 11180 Snapper Creek Road, Coral Gables, Florida 33156, or such other place or places as the members from time to time may determine.

**ARTICLE V**

The initial amount of capital contributions (including cash and a description of the agreed value of property) is \$100 which will be contributed by the members. Additional contributions will be made at such times and in such amounts as may be agreed by the members.

**ARTICLE VI**

The Limited Liability Company will be managed by a Manager, who may or may not be a member, who shall be elected annually by the members and who shall serve until the next annual meeting of members or until its successor is elected and shall qualify. The Manager shall exercise the powers granted to it by the members as set forth from time to time in the Regulations of the Limited Liability Company, and shall serve at the pleasure of the members, who may remove the Manager at any time by majority vote. The name and address of the initial Manager is:

L45492  
Chesterfield Capital Corporation, whose address is 11180 Snapper Creek Road, Coral Gables, Florida 33156.

#### ARTICLE VII

The members reserve the right to admit additional members on the unanimous agreement of the members as to the admission of, and the consideration to be paid by, such new members, and subject to the terms and conditions of the Limited Liability Company's Regulations.

#### ARTICLE VIII

The members shall have the right to continue the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any event which terminated the continued membership of a member in the Limited Liability Company (collectively, Withdrawal), as long as there is at least one remaining member, and the remaining member(s) agree to continue the Limited Liability Company by unanimous written consent within 90 days after the withdrawal of a member.

#### ARTICLE IX

A member's interest in the Limited Liability Company is not subject to assignment without the unanimous consent of the members; however, a member's economic interest may pass by inheritance. Any member who shall be desirous of selling or otherwise transferring his share and interest in the Limited Liability Company shall obtain the consent of all other members in writing prior to such transfer.

#### ARTICLE X

These Articles may be amended only by a unanimous vote of the members.

#### ARTICLE XI

The street address of the Limited Liability Company's initial registered office is 11180 Snapper Creek Road, Coral Gables, Florida 33156. The name of the initial registered agent at such office is Richard McA. Hattler.

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98 OCT 29 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE  
ARTICLES OF ORGANIZATION.

MEMBER:

  
Richard McA. Hattler

STATE OF FLORIDA )

) :ss

COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 23 day of  
October, 1998 by Richard McA. Hattler who is personally known to me.

  
Notary Public, STATE OF FLORIDA

Print Name: Ilene Velez

My Commission Expires:



ILENE M. VELEZ  
MY COMMISSION # CC446369 EXPIRES  
March 19, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 OCT 26 AM 10:30

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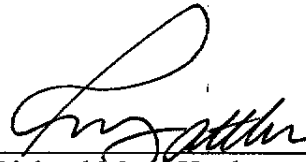
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**ACCEPTANCE OF APPOINTMENT**

**AS**

**REGISTERED AGENT**

Having been named as registered agent for the above-named Limited Liability Company at the place designated in these Articles of Organization, 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.



Richard McA. Hattler

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

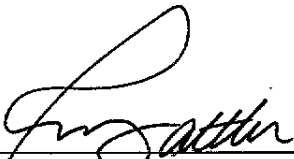
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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Hattler's Plantation, LLC deposes and says:

- 1) the above named limited liability company has one member
- 2) the total amount of cash contributed by the member(s) is \$ 100
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 9,900
- 5) the total amounts of 2, 3 and 4 is \$ 10,000

  
\_\_\_\_\_  
Richard McA. Hattler

(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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA