

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : CUMMINGS & LOCKWOOD
Account Number : 102336001100
Phone : (941) 649-3186
Fax Number : (941) 263-0703

LIMITED LIABILITY COMPANY

BAILEY & KURTZ II, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$285.00

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY
OF
BAILEY & KURTZ II, LLC

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DIVISION OF CORPORATIONS
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ARTICLE I

Name

The name of this Limited Liability Company is BAILEY & KURTZ II, LLC

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is:

c/o Kurtz Homes, Inc.
Attention: Randy Kurtz
3884 Progress Avenue
Naples, FL 34104

ARTICLE III

Duration

The period of duration for the Limited Liability Company is from the date of filing of these Articles through December 31, 2002.

ARTICLE IV

Registered Office and Agent

The initial registered office of this Company shall be c/o Cummings & Lockwood, 3001 Tamiami Trail North, 4th Floor, Naples, FL 34103, and its initial registered agent at such office shall be CLASP Inc.

Prepared by Thad Kirkpatrick, Esq.
Cummings & Lockwood
P. O. Box 413032
Naples, FL 34101
(941) 262-8311
Florida Bar No. 398160

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ARTICLE V
Management

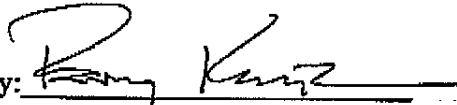
The Limited Liability Company is to be managed by managing members and the names and addresses of such managing members who are to serve as managers are:

Ralph Bailey
c/o American Bailey
Attn: Robert Davenport
695 East Main Street
Stamford, CT 06901

Kurtz Homes, Inc.
c/o Randy Kurtz
3884 Progress Avenue
Naples, FL 34104

Dated this 12 day of November, 1998.

KURTZ HOMES, INC.
Managing Member

By: 
Randy Kurtz, President

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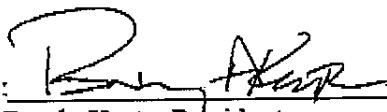
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of BAILEY & KURTZ II, LLC deposes and says:

1. The above-named Limited Liability Company has at least two members.
2. The total amount of cash contributed by the members at this time is: \$15,000.00.
3. If any, the agreed value of property other than cash contributed by members 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 members in the future is: \$65,000.00.
5. The total amounts of 2, 3 and 4 is \$80,000.00.

Dated: November 12, 1998

KURTZ HOMES, INC.
Managing Member

By: 
Randy Kurtz, President

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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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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: BAILEY & KURTZ II, LLC
2. The name and address of the registered agent and office is:

CLASP Inc.
c/o Cummings & Lockwood
3001 Tamiami Trail North, 4th Floor
Naples, FL 34103

*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.*

DATED: November 12, 1998.

CLASP Inc.
Registered Agent

By: 
Thad Kirkpatrick, Vice President

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