

L98000002859

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

EastLake Properties, L.L.C.

W98-26341

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 23, 1998

CAPITAL CONNECTION, INC.

SUBJECT: EASTLAKE PROPERTIES, L.L.C.
Ref. Number: W98000026341

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

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 598A00056021

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Corrected

ARTICLES OF ORGANIZATION
OF
EASTLAKE PROPERTIES, L.L.C., A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

NAME

The name of this limited liability company is EASTLAKE PROPERTIES, L.L.C., referred to in these Articles of Organization as the "Company."

ARTICLE II

PRINCIPAL OFFICE AND AGENT

The principal office and mailing address of the Company is 1600 North Casey Key Road, Osprey, Florida 34229. The Company's registered agent is JEFFREY F. JONES, whose mailing address is 1600 North Casey Key Road, Osprey, Florida 34229.

ARTICLE III

EFFECTIVE DATE OF EXISTENCE/DURATION

The existence of the Company shall commence as of the date these Articles are signed. The duration of the Company shall thereafter be perpetual.

ARTICLE IV

PURPOSE AND POWERS

This Company is organized with a general business purpose, and has all powers provided by law, and may use those powers to any lawful purpose.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE V

MANAGEMENT BY MEMBERS

The Company shall initially have four members. Management of the Company shall be reserved to its members. The name and address of the Company's initial managing member is: JEFFREY F. JONES, 1600 North Casey Key Road, Osprey, Florida 34229.

ARTICLE VI

ADMISSION OF NEW MEMBERS

The Company may admit new members upon the unanimous consent of the existing members.

ARTICLE VII

WITHDRAWAL OF MEMBER

Upon the death, bankruptcy, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall be continued as provided in the Company's regulations.

ARTICLE VIII

AMENDMENT

These Articles of Organization may be amended as provided in the Company's regulations.

ARTICLE IX

SUBSCRIBER

The name and address of the person signing these Articles of Organization, who is a Member of the Company, is:

Name

Address

Jeffrey F. Jones 1600 North Casey Key Road
Osprey, Florida 34229

EXECUTED on November 19, 1998.

Witnesses:

Janice V. Sites
[Signature]

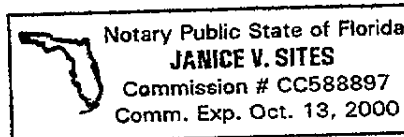
[Signature]
JEFFREY F. JONES
Subscriber

STATE OF FLORIDA

COUNTY OF SARASOTA

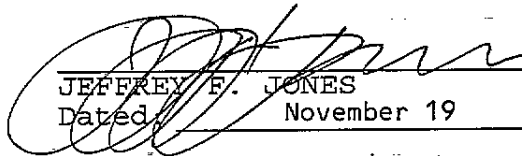
The foregoing instrument was acknowledged before me on November 19, 1998, by JEFFREY F. JONES, who is personally known to me.

Janice V. Sites
(Name Janice V. Sites)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.


JEFFREY F. JONES
Dated, November 19, 1998

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AFFIDAVIT UNDER F.S. 608.407(2)

The undersigned, being a member of EASTLAKE PROPERTIES, L.L.C., a Florida limited liability company (the "Company"), being first duly sworn, deposes and says as follows:

1. The Company has four members.
2. The members have contributed to the Company cash and other assets having a value of \$350,000.00.
3. No additional cash or other property is anticipated to be contributed to the Company by its members.

FURTHER AFFIANT SAYETH NOT.

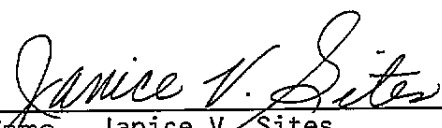

JEFFREY F. JONES

Dated: November 19, 1998

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on November 19, 1998, by JEFFREY F. JONES, who is personally known to me.


(Name Janice V. Sites)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____

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