

L98000002926



THE UNITED STATES  
CORPORATION  
COMPANY

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00789-02544-00671

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Patricia Piquero

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CUSTOMER NO: 81445B

CUSTOMER: Michael R. McKinley, Esq  
BATSEL MCKINLEY ITTERSAGEN  
BATSEL MCKINLEY ITTERSAGEN  
18401 Murdock Circle

Port Charlotte, FL 33948

DOMESTIC FILING

NAME: ARNOLD DEVELOPMENT COMPANIES,  
L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS: \_\_\_\_\_

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 24, 1998

CSC CORPORATION COMPANY

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: ARNOLD DEVELOPMENT COMPANIES, L.C.  
Ref. Number: W98000026457

We have received your document for ARNOLD DEVELOPMENT COMPANIES, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "COMPANIES." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 298A00056248

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98 NOV 24 AM 10:52

## ARTICLES OF ORGANIZATION

OF

ARNOLD DEVELOPMENT OF SOUTHWEST FLORIDA, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

### ARTICLE I -- NAME

The name of the limited liability company shall be ARNOLD DEVELOPMENT OF SOUTHWEST FLORIDA, L.C. ("company").

### ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 1361 Airport Road North, Naples, Florida, 34104.

### ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual.

### ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Michael R. McKinley, Esquire, 18401 Murdock Circle, Port Charlotte, Florida, 33948.

### ARTICLE V -- CAPITAL CONTRIBUTIONS

The interest of the members of the company will be evidenced by share certificates evidencing ownership in the Company. The issuance of 500 shares is authorized. The amount of capital which the members have committed as their initial capital contribution is One Hundred Dollars (\$100.00) to be represented by the issuance of ninety (90) shares, as set forth in Exhibit "A", representing the agreed initial value of One Dollar (\$1.00) per share.

### ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

### ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

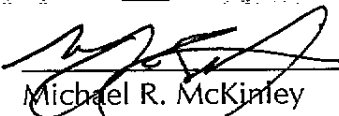
#### ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE IX – MANAGEMENT

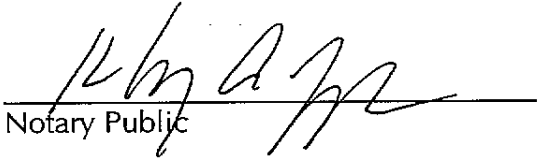
The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Anthony J. Wright, 1361 Airport Road North, Naples, Florida 34104.

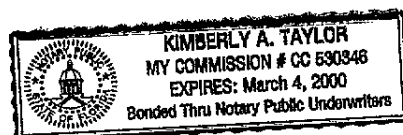
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Port Charlotte, Florida, on this 20th day of November, 1998.

  
Michael R. McKinley  
Organizer

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

Sworn to and subscribed before me this 20th day of November, 1998 by Michael R. McKinley, who is personally known to me.

  
Notary Public



**EXHIBIT "A"**

Arnold Family Limited Partnership, a Florida limited partnership	60 Shares
Dean A. Arnold	10 Shares
Michael W. Jeppesen and Andrea A. Jeppesen	10 Shares
Anthony J. Wright and Tamara A. Wright	10 Shares

CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

ARNOLD DEVELOPMENT OF SOUTHWEST FLORIDA, L.C. a Florida limited liability company, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of organization at Naples, County of Collier, State of Florida, has designated Michael R. McKinley, whose street address is 18401 Murdock Circle, Port Charlotte, Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

  
\_\_\_\_\_  
Registered Agent

ArnoldDev.ART

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of ARNOLD DEVELOPMENT OF SOUTHWEST FLORIDA, L.C. 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 is: \$100.00
3. If any, the agreed value of property other than cash contributed by the members is not applicable. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by the members is: \$100.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.

Dated this 26th day of November, 1998.

  
Michael R. McKinley

(In accordance with F.S. 608.408(3), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

SWORN TO AND SUBSCRIBED before me this 26th day of November, 1998 by Michael R. McKinley, who is personally known to me.

  
NOTARY PUBLIC

