

L98000003312

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

98 DEC 21 PM 3:32

SECRETARY OF STATE
DIVISION OF CORPORATIONS

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1.	<u>00789-02544-00671</u>	Name	<u>MJK</u>
	(Corporation Name)	Availability	<u>MJK</u>
2.	<u>W98-28391</u>	Document Examiner	<u>MJK</u>
	(Corporation Name)	Updater	<u>MJK</u>
3.		Uploader	<u>MJK</u>
	(Corporation Name)	Verifier	<u>MJK</u>
4.		Acknowledgement	<u>MJK</u>
	(Corporation Name)	W. P. Verifier	<u>MJK</u>

Walk in

Pick up time

ASAP

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-12/18/98-01087-001
***346.25 ***346.25

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

98 DEC 18 PM 2:13
RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1998

ATTORNEY'S TITLE

SUBJECT: SPRING CREEK, L.L.C.
Ref. Number: W98000028391

We have received your document for SPRING CREEK, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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: 698A00059645

RECEIVED
DIVISION OF CORPORATIONS
98 DEC 21 PM 1:3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 PM 3:33

ARTICLES OF ORGANIZATION OF
SPRING CREEK EAST, L.L.C.

The undersigned member hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I
NAME

The name of the limited liability company shall be SPRING_CREEK EAST, L.L.C. (the "Company").

ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be 481 Carica Road, Naples Florida 34108.

ARTICLE III
REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida is as follows: NAPLES-LAWDOCK, INC., a Florida corporation, 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

ARTICLE IV
DURATION

This Company shall exist until January 1, 2025, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the regulations adopted by the members.

ARTICLE V
MANAGEMENT

The Company will be managed by members in accordance with the Company's regulations. The name and address of the managing members is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Thomas M. Taylor	481 Carica Road Naples, Florida 34108


ARTICLE VI
RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members upon making such contributions as are set out in the Regulations, and otherwise complying with and agreeing to the terms and provisions of the Regulations.

ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or other dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned member at Naples, Florida on the 17th day of December, 1998.



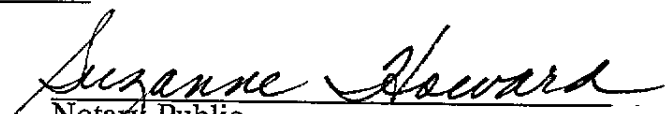
Thomas M. Taylor

State of Florida
County of Collier

This foregoing instrument was acknowledged before me this 17 day of December, 1998, by Thomas M. Taylor, who () is personally known to me or who () has produced _____ as identification.

(SEAL)





Notary Public
Print name: Suzanne Howard
My commission expires:

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

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

The name of the limited liability company is SPRING CREEK EAST, L.L.C.

The name of the initial registered agent of the limited liability company is: NAPLES-LAWDOCK, INC., a Florida corporation, its agent to accept service of process within Florida with a registered office located at 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

NAPLES-LAWDOCK, INC., a Florida corporation

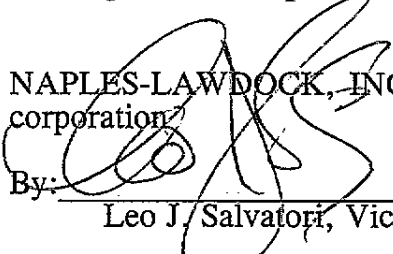
By: 
Leo J. Salvatori, Vice President

Dated: December 17, 1998

REGISTERED AGENT ACCEPTANCE

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, NAPLES-LAWDOCK, INC., a Florida corporation, hereby accepts the appointment as registered agent and agrees to act in that capacity. NAPLES-LAWDOCK, INC., a Florida corporation, further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and NAPLES-LAWDOCK, INC., a Florida corporation, is familiar with and accept the obligations of its position as registered agent.

NAPLES-LAWDOCK, INC., a Florida corporation

By: 
Leo J. Salvatori, Vice President


Dated: December 17, 1998

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
SPRING CREEK, L.L.C.**

Before me, the undersigned authority, personally appeared **THOMAS M. TAYLOR**, a Member of **SPRING CREEK EAST, L.L.C.**, who, being first duly sworn deposes and says:

1. That the limited liability company known as **SPRING CREEK EAST, L.L.C.** has at least one (1) member.
2. The total amount of real property contributed by members of **SPRING CREEK EAST, L.L.C.** is **TEN THOUSAND DOLLARS (\$10,000.00)**.
3. No other property, other than cash, has been contributed by members.
5. The total of cash and property anticipated to be contributed by members is **FIVE HUNDRED THOUSAND DOLLARS (\$500,000.00)**. This amount includes amounts from stated in Paragraphs 2 and 3 above.

Further, Affiant sayeth naught.

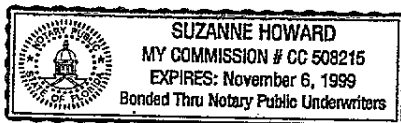


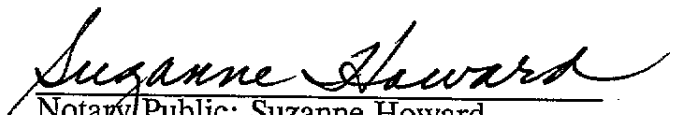
Thomas M. Taylor

State of Florida
County of Collier

This foregoing instrument was acknowledged before me this 17 day of December, 1998, by Thomas M. Taylor, who () is personally known to me or who () has produced _____ as identification.

(SEAL)





Notary Public: Suzanne Howard
My commission expires: