# L98000003386

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REFERENCE	:	079126 6258A
AUTHORIZATION	:	atricia quito

COST LIMIT : \$ 293.75

ORDER DATE: December 24, 1998

ORDER TIME : 12:22 PM

ORDER NO. : 079126-005

CUSTOMER NO: 6258A

CUSTOMER: William L. Owens, Esq BOND SCHOENECK & KING, P.A.

BOND SCHOENECK & KING, P.A.

Suite 107

1167 Third Street South Naples, FL 34102-7098

DOMESTIC FILING

NAME:

B&C INVESTMENTS OF NAPLES,

L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS: W

L98-3384

Document Examiner

Upriority Veli<del>ty</del>e

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MOTIVE OF FAMILIES SERVICES OF THE SERVICES OF

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

98 DEC 24 PM 2: 13

## ARTICLES OF ORGANIZATION

#### OF

## B&C INVESTMENTS OF NAPLES, L.L.C.

#### Article 1. Name

The name of the Limited Liability Company is

B&C Investments of Naples, L.L.C.

#### Article 2. Duration

The duration of the Limited Liability Company is perpetual.

# Article 3. Principal Office and Mailing Address

The principal place of business of the Limited Liability Company is at 209 Ridge Drive, Naples, Florida 34108. The mailing address of the Limited Liability Company is 209 Ridge Drive, Naples, Florida 34108.

## Article 4. Initial Registered Office and Agent

The initial registered office of the Limited Liability Company is at 209 Ridge Drive, Naples, Florida 34108. The name of the initial registered agent at that address is Robert A. DiCicco.

## Article 5. Admission of New Members

The Limited Liability Company may admit additional members upon the vote of at Reastwo-thirds (2/3) in interest of the members preceding the admission of the new member.

## Article 6. Right to Continue Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the remaining members may elect to continue the business upon the vote of at least two-thirds (2/3) in interest of the remaining members.

## Article 7. Statement of Management

The Limited Liability Company is to be managed by a manager or managers who shall continue to serve as manager(s) until their successor(s) are elected or appointed and shall qualify. The name and address of the initial manager is:

Robert A. DiCicco

209 Ridge Drive Naples, Florida 34108

Robert A. DiCicco, as a member and manager, is authorized to execute these Articles of Organization and file them with the Florida Department of State.

#### Article 8. Commencement of Existence

The Limited Liability Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State.

#### Article 9. Regulations

These Articles of Organization and the Florida Limited Liability Company Act shall be deemed to be the regulations of the Limited Liability Company unless and until the members have deemed to be the regulations of the Limited Liability Company unless and until the members have deemed to be the regulations of the Limited Liability Company unless and until the members have deemed to be the regulations of the Limited Liability Company unless and until the members have deemed to be the regulations of the Limited Liability Company unless and until the members have deemed to be addressed in regulations.

## Article 10. Amendment

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the members is subject to this reservation.

In Timess Thereof, the undersigned has signed these Articles of Organization on this 23°0 day of December, 1998.

Robert A. DiCicco

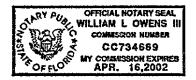
STATE OF FLORIDA

COUNTY OF COLLIER : ss.:

The foregoing instrument was acknowledged before me this 23 day of December, 1998, by ROBERT A. DICICCO, who is personally known to me or produced his as identification and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

Notary Public

My Commission Expires:



SECRETARY OF STATE DIVISION OF CORPORATIONS

m A Alverd

## ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of B&C Investments of Naples, L.L.C. which is contained in the foregoing Articles of Organization. I am familiar with, and accept, the obligations of such a position.

Dated this 23 D day of December, 1998.

Robert A. DiCicco

Registered Agent

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

ROBERT A. DICICCO, being duly sworn, deposes and says that:

- 1. I am a member of B&C Investments of Naples, L.L.C., a limited liability company to be established under Florida law. I make this affidavit pursuant to section 608.407, Florida Statutes, to allow the filing of the foregoing Articles of Organization.
- 2. I declare that the above named limited liability company has at least one member.
- 3. The initial amount of cash to be contributed to the limited liability company by the members is \$100.00.
- 4. The total amount of cash anticipated to be contributed to the limited liability company by the members is \$150,000.00. The members reserve the right to contribute less than the anticipated amount of capital contributions to the limited liability company.
- 5. There is no other property other than the above described cash to be contributed by the members and no other property or cash anticipated to be contributed at this time. If any additional contributions are made, the foregoing Articles of Organization shall be amended to reflect such additional contributions. If any additional contributions are made, the members shall file a supplemental affidavit of capital contributions with the Florida Department of State to reflect such additional contributions.

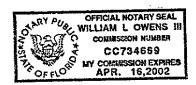
IN WITNESS WHEREOF, I have signed this affidavit.

Robert A. DiCicco

Sworn to before me this

23rd day of December, 1998

Notary Public



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