

# L9900000033

Rogers, Towers, Bailey, Jones & Gay  
Requestor's Name

106 South Monroe Street  
Address

Tallahassee, Florida 32301  
City/State/Zip Phone #  
850-222-7200

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-01/04/99--01039--026  
\*\*\*\*285.00 \*\*\*\*285.00

Office Use Only

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

1. Bunnell Cypress, L.L.C.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 1.4.99

☐ 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

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

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L99-33

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Examiner's Initials	<u>Je</u>

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DIVISION OF CORPORATIONS  
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**ARTICLES OF ORGANIZATION**  
**OF**  
**BUNNELL CYPRESS, L.L.C.**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

**ARTICLE I**

NAME

The name of the limited liability company (the "Company") is:

**BUNNELL CYPRESS, L.L.C.**

**ARTICLE II**

TERM

The existence of the Company shall commence upon filing of these Articles of Organization with the Florida Department of State and its duration shall be perpetual unless and until dissolved as required by the Act or as provided in the Regulations (as that term is herein after defined).

**ARTICLE III**

ADDRESSES

The initial mailing address of the Company is P.O. Box 1207, Bunnell, Florida 32110. The initial street address of the principal office of the Company is 295 Sawgrass Road, Bunnell, Florida 32110.

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**ARTICLE IV**

**REGISTERED AGENT**

The name and street address of the initial registered agent of the Company are as follows:

Charles C. Appleby  
9250 Baymeadows Road  
Suite 2200  
Jacksonville, Florida 32256

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**ARTICLE V**

**ADDITIONAL MEMBERS**

Additional members may be admitted upon the unanimous consent of all members and in accordance with the terms and conditions set forth in the Regulations.

**ARTICLE VI**

**CONTINUATION**

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or other event which terminates the continued membership of a member in the Company, then upon the affirmative vote of a majority in interest of the remaining members to continue the Company within ninety (90) days after the occurrence of such event, the Company shall not be dissolved and the business of the Company shall be continued.

**ARTICLE VII**

**MANAGEMENT**

The management of this Company shall at all times be vested in one or more members. The name(s) and address(es) of the initial member(s) who shall serve until the first annual meeting of the

member(s) or until their successor (or successors) is (are) elected by a majority in interest of the members are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Southland Forest Products, L.L.C.	295 Sawgrass Road Bunnell, Florida 32110

#### ARTICLE VIII

##### REGULATIONS

The members shall have the power to adopt, alter, amend or repeal regulations as contemplated by the Act (the "Regulations"). The Regulations adopted by the member(s) may be amended, repealed, or altered or new Regulations may be adopted, from time to time by the member(s).

#### ARTICLE IV

##### LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

Southland Forest Products, L.L.C.  
as Member of the Company, by Charles C. Appleby  
Inc. its Member

  
Charles C. Appleby  
Vice President

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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

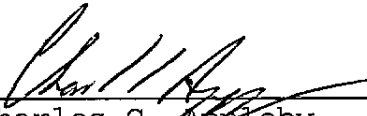
**BUNNELL CYPRESS, L.L.C.**

2. The name and the Florida street address of the registered agent are:

Charles C. Appleby  
9250 Baymeadows Way, Suite 2200  
Jacksonville, Florida 32256

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.

Signature of Registered Agent

  
\_\_\_\_\_  
Charles C. Appleby

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned, being a member of BUNNELL CYPRESS, L.L.C., a Florida limited liability company (the "Company") hereby certifies as follows:

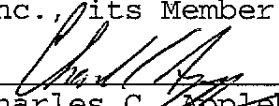
1. The Company has at least one member.
2. The amount of cash and the description and agreed value of property other than cash contributed by the member(s) of the Company to the Company is as follows:

<u>DESCRIPTION</u>	<u>AMOUNT</u>
Cash	\$10.00
Substantially all of the assets of Bunnell Cypress Company, Inc.	\$4,700,000.00

3. The amount of cash and other assets anticipated to be contributed by the members of the Company to the Company is \$4,700,010.00.

IN WITNESS WHEREOF, the undersigned has sworn to and executed this Affidavit the 31<sup>st</sup> day of January, 1998.

Southland Forest Products, L.L.C.,  
as Member of the Company, by Cavco,  
Inc., its Member

  
Charles C. Appleby  
Vice President

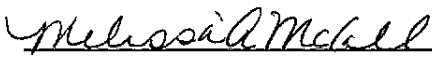
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing affidavit was sworn to before me this 31<sup>st</sup> day of January, 1998 by Charles C. Appleby, who is personally known to me or who has produced his Florida driver's license as identification and who did take an oath.



Melissa Ann McCall  
MY COMMISSION # CC688438 EXPIRES  
October 13, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public, State of Florida  
My commission expires: 2001