

L99000000299



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 102220 7173132

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 AM 8:53

ORDER DATE : January 18, 1999

ORDER TIME : 9:57 AM

ORDER NO. : 102220-005

CUSTOMER NO: 7173132

4000002745604--1
-01/19/99--01023--020
***285.00 ***285.00

CUSTOMER: Mr. Michael J. Ivan, Jr.
BLACKBURN & COMPANY, L.C.
BLACKBURN & COMPANY, L.C.
Suite 200
6620 Southpoint Drive, South
Jacksonville, FL 32216

DOMESTIC FILING

NAME: AMELIA DEVELOPERS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: Acknowledgment

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

L99-299

Name	02/19
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
W. P. Verifier	

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 19, 1999

DEBORAH SCHRODER
CSC

SUBJECT: AMELIA DEVELOPERS, L.C.
Ref. Number: W99000001277

RESUBMIT
Please give original
submission date as file date.

We have received your document for AMELIA DEVELOPERS, 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):

On the affidavit you can not list in the excess of an amount. An exact amount must be given or you can say not to exceed an amount.,

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 499A00002356

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**ARTICLES OF ORGANIZATION
OF
Amelia Developers, L.C.**

The undersigned organizer, who is the authorized representative of the members of Amelia Developers, L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is Amelia Developers, L.C.

ARTICLE II - DURATION

The period of duration of the Company shall be until December 31, 2026, unless terminated earlier pursuant to the Company's Regulations.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of the Company is 914 Atlantic Avenue, Suite 1A, Amelia Island, Florida 32034.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are MICHAEL S. MCCRANIE, 914 Atlantic Avenue, Suite 1A, Fernandina Beach, Florida 32034

ARTICLE V - INITIAL MEMBERS

The initial members of the Company shall be MICHAEL S. MCCRANIE, ANNE MCCRANIE, JOHN MCCRANIE and MICHAEL ANTONOPOULOS.

ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of the Company's Board of Managers. Following the consent of the Board of Managers, any prospective member shall become a member upon payment of his, her or its contribution to the

capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

ARTICLE VII - DISSOLUTION OF COMPANY

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership of that member in the Company. Upon the occurrence of any such event or any other that terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

ARTICLE VIII - MANAGERS

The management of the Company shall be vested in a Board of Managers as set forth in the Company's Regulations. The names and addresses of the initial members of the Board of Managers, who shall serve as the Board of Managers of the Company until their successors are elected and qualified, are set forth below.

Board of Managers:

MICHAEL S. MCCRANIE
914 Atlantic Avenue, Suite 1A,
Fernandina Beach, Florida 32034

MICHAEL ANTONOPOULOS
2021 Art Museum Drive, Suite 200
Jacksonville, Florida 32207

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ARTICLE IX - RETURN OF CAPITAL

No member shall have the right to the return of its contribution to capital except as provided in the Company's Regulations.


ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by majority vote of the voting members of the Board of Managers of the Company as provided in Chapter 608, Florida Statutes.

ARTICLE XI - REGULATIONS

Regulations of this Company shall be approved and adopted by majority vote of the members of the Company and may be amended by a majority vote of the voting members or the Board of Managers of the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization as of the 19th day of January, 1999.



MICHAEL S. MCCRANIE
Organizer

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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for Amelia Developers, L.C. at the place designated in the Articles of Organization, MICHAEL S. MCCRANIE hereby accepts the appointment as registered agent and agrees to act in this capacity. MICHAEL S. MCCRANIE further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and MICHAEL S. MCCRANIE is familiar with and accepts the obligations of his position as registered agent.


MICHAEL S. MCCRANIE

Date: January 14, 1999

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF NASSAU

Before me, the undersigned authority, on this day personally appeared MICHAEL S. MCCRANIE, the authorized representative of the members of Amelia Developers, L.C. (the "Company"), who, being by me first duly sworn, deposes and says:

1. That the Company has at least two members.
2. That the amount of cash contributed by the members is \$2.00.
3. That the total amount of cash or property to be contributed by members are not to exceed \$430,000.00. This total includes amounts from Item 2 above.
4. That there have been no contributions to the Company made by the members other than cash contributions.
5. That this affidavit is made in accordance with Section 608.407(2), Florida Statutes (1997).


MICHAEL S. MCCRANIE

Authorized Representative FDLN245-557-62-427

Sworn to and subscribed before me this 14 day of January, 1999, by MICHAEL S. MCCRANIE, who is personally known to me and who did take an oath.


NOTARY PUBLIC, State of Florida

Commission No. _____

My Commission Expires: _____

