

# L99000000410

SHEPPARD, BRETT, STEWART & HERSCH, P.A.

ATTORNEYS AT LAW

*Celebrating Our 75th Anniversary*  
FIRM ESTABLISHED 1924

2121 WEST FIRST STREET

P. O. DRAWER 400

FORT MYERS, FLORIDA 33902

JAY ANDREW BRETT

JOHN F. STEWART

CRAIG R. HERSCH\*

D. HUGH KINSEY, JR.

JOHN WOOLSLAIR SHEPPARD\*  
OF COUNSEL

\*BOARD CERTIFIED: WILLS, TRUSTS & ESTATES

W. A. SHEPPARD (1898-1971)

JOHN K. WOOLSLAIR (1908-1968)

TELEPHONE (941) 334-1141

TELECOPIER (941) 334-3965

January 12, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
P. O. Box 6327  
Tallahassee, Florida 32301

900002739979--0

-01/13/99-01063-014

\*\*\*293.75 \*\*\*293.75

Re: RHLW ENTERPRISES, L.C.

Dear Sirs:

Enclosed herewith are proposed Articles of Organization in reference to the captioned Limited Liability Company. Also enclosed is our check in the amount of \$293.75 to cover the following:

Filing Fee	\$ 250.00
Certified Copy of Charter	\$ 8.75
Resident Agent Fee	\$ 35.00
	\$ 293.75

If the Articles of Organization meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Organization.

Sincerely,

SHEPPARD, BRETT, STEWART & HERSCH, P.A.

D. Hugh Kinsey, Jr.

DHK:dlb  
Enclosures

KS-3924

Hugh Kinsey, Jr. GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Affidavit  
DATE 1/25/99  
LOG. EXAM MSH

Name	
Availability	
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Under Verifier	<i>[Signature]</i>
Acknowledgement	
P. Verityer	

99 JAN 13 PM 5:12  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

OF

RHLW ENTERPRISES, L.C.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 13 PM 5:12

THE UNDERSIGNED, ROBERT P. HALGRIM and LAWRENCE M. WEBB, as Trustee of the LAWRENCE M. WEBB REVOCABLE LIVING TRUST dated July 30, 1985, as subsequently amended, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be RHLW ENTERPRISES, L.C., ("Company"). The principal place of business and mailing address of the Company in Florida shall be: P. O. Box 1030, Alva, Florida 33920.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSE AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is: ROBERT P. HALGRIM, of 2331 Oakley Clark Road, Alva, Florida 33920.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A", attached hereto and made a part hereof by reference.

#### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon 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 upon 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 unless all the other members of the Company other than the member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

#### ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion or bankruptcy of a member or manager, or upon the occurrence of any other event that terminates the continued existence of the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there must be at all times at least two (2) remaining members.

#### ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with Regulations adopted by the members from time to time 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 Florida law or these Articles of Organization.

<u>NAME</u>	<u>ADDRESS</u>
ROBERT P. HALGRIM	2331 Oakley Clark Road Alva, Florida 33920
LAWRENCE M. WEBB, as Trustee of the LAWRENCE M. WEBB REVOCABLE LIVING TRUST dated July 30, 1985, as subsequently amended	18900 Nalle Road N. Fort Myers, Florida 33917

IN WITNESS WHEREOF, the undersigned Members have made and subscribed these Articles of Organization for the foregoing uses and purposes this 30<sup>th</sup> day of December, 1998.

Robert P. Halgrim  
Robert P. Halgrim

Lawrence M. Webb  
Lawrence M. Webb, as Trustee of the  
Lawrence M. Webb Revocable Living  
Trust dated July 30, 1985, as subsequently  
amended

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of December 1998, by ROBERT P. HALGRIM and LAWRENCE M. WEBB, as Trustee of the LAWRENCE M. WEBB REVOCABLE LIVING TRUST dated July 30, 1985, as subsequently amended, (☒) who are personally known to me or ( ) who have produced N/A as identification.

(SEAL)  
Comm. Exp. Date:  
Comm. No.:

D. H. Kinsey Jr.  
Notary Public  
Notary's Printed Name: D. HUGH KINSEY, JR.



D Hugh Kinsey Jr  
My Commission CC616507  
Expires March 19, 2001

EXHIBIT "A"  
CAPITAL CONTRIBUTIONS

<u>NAME</u>	<u>MORTGAGE RECEIVABLE</u>	<u>TOTAL</u>
ROBERT P. HALGRIM	\$750,205.12	\$375,102.56
LAWRENCE M. WEBB, Trustee	\$750,205.12	\$375,102.56

RESIDENT AGENT ACCEPTANCE

I, ROBERT P. HALGRIM, located at 2331 Oakley Clark Road, Alva, Florida 33920, having been named to accept service of process for RHLW ENTERPRISES, L.C., hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

By: Robert P. Halgrim  
Robert P. Halgrim

Date: 12-30-98

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

THE UNDERSIGNED authorized representative or member of RHLW ENTERPRISES, L.C., deposes and says:

1. The above-named Limited Liability Company (the "Company") has at least two (2) members.

2. The total amount of cash contributed to the Company by the members is -0- Dollars.

\* 3. The total agreed value of property contributed to the Company in its initial capitalization is \$750,205.12 and the members anticipate contributing an additional -0- Dollars to the Company.

4. The execution of this Affidavit constitutes an affirmation under penalty of perjury, and that the facts stated herein are true.

EXECUTED this 30<sup>th</sup> day of December, 1998.

Robert P. Halgrim  
Robert P. Halgrim

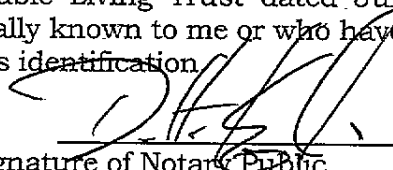
Lawrence M. Webb  
Lawrence M. Webb, as Trustee of the  
Lawrence M. Webb Revocable Living Trust  
dated July 30, 1985, as subsequently amended

\* intangible property.

STATE OF FLORIDA

COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 30<sup>th</sup>  
day of December, 1998, by Robert P. Halgrim, and Lawrence M. Webb, as  
Trustee of the Lawrence M. Webb Revocable Living Trust dated July 30, 1985, as  
subsequently amended, who are ( ☒ ) personally known to me or who have ( ) produced  
N/A as identification.

  
\_\_\_\_\_  
Signature of Notary Public

D. HUGH KINSEY, JR.  
\_\_\_\_\_  
Printed Name of Notary Public

Commission Number:  
Commission Exp. Date:



D Hugh Kinsey Jr  
My Commission CC616607  
Expires March 19, 2001