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THE LAW OFFICE OF KEN WARD, P.A.

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TO:

H. Dept. of State

FROM:

Theresa Wilson

DATE:

00189-01130-01127-00671

RE:

W99-1831

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- () For your information, no response necessary
- () Please sign and return
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FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

January 26, 1999

THE LAW OFFICE OF KEN WARD, P.A.
701 SOUTH BAYSHORE BLVD., #101
TAMPA, FL 33606

SUBJECT: WARD, AUSTIN, AND MITCHELL GULF HOMES, L.C.
Ref. Number: W99000001831

We have received your document for WARD, AUSTIN, AND MITCHELL GULF HOMES, L.C. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

There is a balance due of \$215.00.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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: 399A00003346

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

OF

WARD, AUSTIN AND MITCHELL GULF HOMES, L.C.

The undersigned, for the purposes 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 Ward, Austin and Mitchell Gulf Homes, L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 3306 4th Avenue, Holmes Beach, Florida 34217.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate no later than thirty (30) years from the date hereof, unless the company is earlier dissolved.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Ken Ward, 701 Bayshore Boulevard, Suite 101, Tampa, Florida 33606.

ARTICLE V - INITIAL CAPITAL CONTRIBUTIONS

The members of the company shall make initial cash contributions to the capital of the company as set forth on Exhibit "A" attached hereto.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional future capital contributions to the company as provided in the Regulations of the Company.

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 on such terms and conditions as shall be determined by all 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 or become a member unless all other members of the company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two (2) remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with the Regulations of the Company to be adopted by the members 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 law or these articles of organization. All documents, agreements, contracts, deeds, promissory notes, mortgages or other instruments which in any way bind the company must, in order to be enforceable against the company, be executed by a minimum of two (2) of the three (3) members. The names and addresses of the members of the company are:

NAME	ADDRESS
Ken Ward	701 Bayshore Blvd., Suite 101, Tampa, Florida 33606
Robert Austin	1718 W. Baker Street, Plant City, Florida 33566
David Mitchell	6804 Monet Circle, Tampa, Florida 33617

ARTICLE X - TRANSFER OF PROPERTY

No interest in any property, real or personal, owned by the company may be transferred, sold, assigned, mortgaged, encumbered or pledged without the signature and consent of a minimum of two (2) of the three (3) members of the company listed above. Any such transfer, sale, assignment, mortgage, encumbrance or pledge made without said signatures and consent shall be invalid and unenforceable.

ARTICLE XI - AMENDMENT

These Articles of Organization may be amended by the consent of two (2) of the three (3) members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tampa, Florida on this 1st Day of January, 1999.

ORGANIZER:

Ken Ward
Ken Ward

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Sworn to and subscribed before me on this 1st Day of January, 1999, by Ken Ward.

Theresa A. Wilton
Notary Public, State of Florida



Theresa A Wilton
My Commission CC588929
Expires Sep. 29, 2000

SEAL:

Personally Known ✓ OR Produced Identification _____

Type of Identification Produced: _____

EXHIBIT "A"

<u>MEMBER</u>	<u>CAPITAL CONTRIBUTION</u>	
Ken Ward	\$333.34	(Cash)
Robert Austin	\$333.33	(Cash)
David Mitchell	\$333.33	(Cash)

AFFIDAVIT IN ACCORDANCE WITH SECTION 608.407(2) F.S.

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

PERSONALLY APPEARED before me the undersigned authority, KEN WARD, who, after first being duly sworn, says:

1. I am over the age of 21 and competent to testify and have personal knowledge of the matters referred to herein.
2. I am a member of Ward, Austin and Mitchell Gulf Homes, L.C.
3. This limited liability company has three (3) members: Ken Ward, Robert Austin and David Mitchell.
4. The actual amount of cash contributions is One-Thousand Dollars (\$1,000.00).
5. The agreed value and description of any property other than cash contributed is Three Thousand Three Hundred Fifty Dollars (\$3,350.00), which is the value of used furniture and fixtures.
6. The total amount of cash or property anticipated to be contributed by the members is One Hundred Twenty Eight Thousand Forty Dollars (\$128,040.00), which is the value of the land and building.

FURTHER AFFIANT SAITH NOT.

Ken Ward
AFFIANT

The foregoing instrument was acknowledged before me this 8th day of February, 1999, who is personally known to me and who did take an oath.

Theresa A. Wilton
NOTARY PUBLIC STATE OF FLORIDA
Theresa A. Wilton
(Printed name of Notary)



Theresa A Wilton
My Commission CC588929
Expires Sep. 29, 2000