



THE UNITED STATES
CORPORATION
COMPANY

L99000001161

ACCOUNT NO. : 072100000032

REFERENCE : 153004 6258A

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 285.00

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DIVISION OF CORPORATIONS
99 MAR -2 AM 11:59

ORDER DATE : March 2, 1999

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CUSTOMER NO: 6258A

CUSTOMER: William L. Owens, Esq
BOND SCHOENECK & KING, P.A.
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1167 Third Street South
Naples, FL 34102-7098

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: G & A INVESTMENTS, L.L.C.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

BK
3/2/99

ARTICLES OF ORGANIZATION
OF
G & A INVESTMENTS, L.L.C.

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Article 1. Name

The name of the Limited Liability Company is
G & A Investments, 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 8951 Bonita Beach Road #525-302, Bonita Springs, Florida 34135. The mailing address of the Limited Liability Company is c/o Arthur M. Horwitz, 8951 Bonita Beach Road #525-302, Bonita Springs, Florida 34135.

Article 4. Initial Registered Office and Agent

The initial registered office of the Limited Liability Company is at 8951 Bonita Beach Road #525-302, Bonita Springs, Florida 34135. The name of the initial registered agent at that address is Arthur M. Horwitz.

Article 5. Admission of New Members

The Limited Liability Company may admit additional members upon unanimous consent 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 unanimous consent 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:

Arthur M. Horwitz

8951 Bonita Beach Road #525-302
Bonita Springs, Florida 34135

Arthur M. Horwitz, as a member of the Limited Liability Company, 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

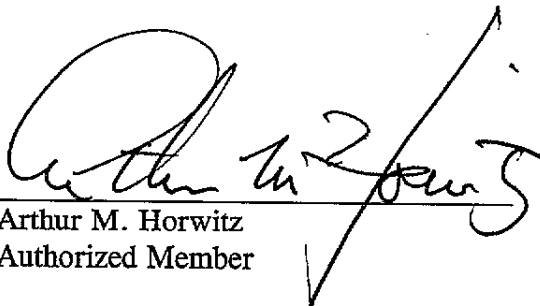
These Articles of Organization and the Florida Limited Liability Company Act shall be deemed to be the regulations of the Limited Liability Company unless and until the members have otherwise adopted additional or inconsistent provisions in connection with any matters permitted to be addressed in regulations.

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Article 10. Amendment

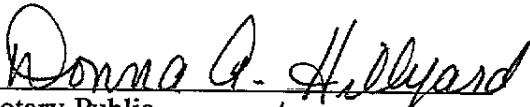
The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the members is subject to this reservation.

In Witness Whereof, the undersigned has signed these Articles of Organization on this 25th day of February, 1999.

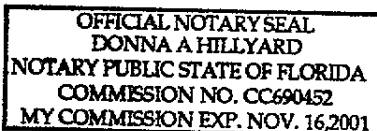

Arthur M. Horwitz
Authorized Member

STATE OF FLORIDA :
COUNTY OF COLLIER : ss.:

The foregoing instrument was acknowledged before me this 25th day of February, 1999, by ARTHUR M. HORWITZ, 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
DONNA A. Hillyard

My Commission Expires:



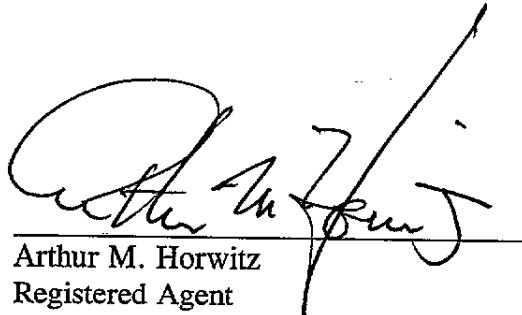
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ACCEPTANCE BY REGISTERED AGENT

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The undersigned hereby accepts the appointment as Registered Agent of G & A Investments, 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 25th day of February, 1999.


Arthur M. Horwitz
Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

ARTHUR M. HORWITZ, being duly sworn, deposes and says that:

1. I am a member of G & A Investments, 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.

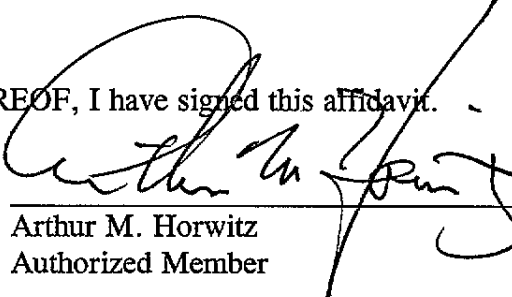
2. I declare that the above named limited liability company has at least one member.

3. The initial amount of cash to be contributed to the limited liability company by the members is \$ 329,000.00.

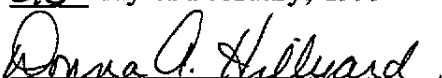
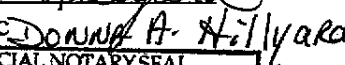
4. The total amount of cash anticipated to be contributed to the limited liability company by the members is \$ 629,000.00. The members reserve the right to contribute less than the anticipated amount of capital contributions to the limited liability company.

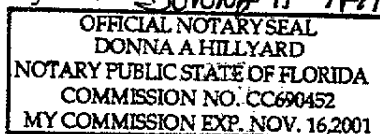
5. There is no other property other than the above described cash to be contributed by the members and no other property or cash anticipated to be contributed at this time. If any additional contributions are made, the foregoing Articles of Organization shall be amended to reflect such additional contributions. 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.


Arthur M. Horwitz
Authorized Member

Sworn to before me this
25th day of February, 1999


Notary Public 



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