



**THE UNITED STATES  
CORPORATION**  
COMPANY

**L9900000/661**

ACCOUNT NO. : 072100000032

REFERENCE : 180615 6258A

AUTHORIZATION :

COST LIMIT : \$ 285.00

*Patricia Pignatelli*

ORDER DATE : March 24, 1999

ORDER TIME : 10:19 AM

ORDER NO. : 180615-005

CUSTOMER NO: 6258A

CUSTOMER: Dennis P. Cronin, Esq  
BOND SCHOENECK & KING, P.A.  
BOND SCHOENECK & KING, P.A.  
Suite 107  
1167 Third Street South  
Naples, FL 34102-7098

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DOMESTIC FILING

000002816830--0

NAME: REGINA-MEADE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

**L99-1661**

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Examiner	<i>[Signature]</i>
Notary	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verify	<i>[Signature]</i>

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RECEIVED

ARTICLES OF ORGANIZATION  
OF  
REGINA-MEADE, L.L.C.

Article 1. Name

The name of the Limited Liability Company is  
Regina-Meade, 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 125 18th Avenue South, Naples, FL 34102. The mailing address of the Limited Liability Company is c/o Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, FL 34103.

Article 4. Initial Registered Office and Agent

The initial registered office of the Limited Liability Company is c/o Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, Florida, 34103. The name of the initial registered agent at that address is Dennis P. Cronin, Esq.

Article 5. Admission of New Members

The Limited Liability Company may admit additional members upon a vote of a majority in interest of the members preceding the admission of the new member.

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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 a vote of a majority in interest 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 managers until their successor(s) are elected or appointed and shall qualify. The name and address of the initial managing member is:

Bruce McCarthy

125 18th Avenue South  
Naples, FL 34102

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Bruce McCarthy, as a managing member, 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 Secretary of State.

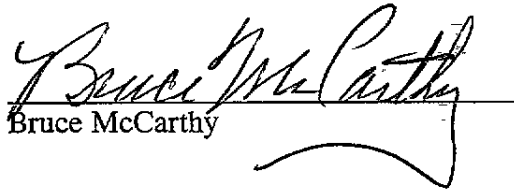
Article 9. Regulations

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.

Article 10. Amendment

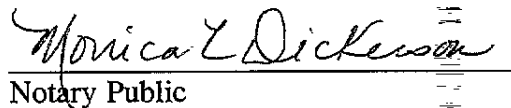
The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the members is subject to this reservation.

In Witness Whereof, the undersigned has signed these Articles of Organization on this 17<sup>th</sup> day of March, 1999.

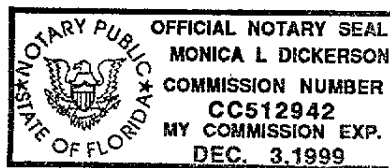
  
Bruce McCarthy

STATE OF FLORIDA :  
:  
COUNTY OF COLLIER : ss.:

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of March, 1999, by BRUCE MCCARTHY, 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

My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Regina-Meade, 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 17<sup>th</sup> day of March, 1999.



Dennis P. Cronin, Esq.  
Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

BRUCE MCCARTHY, being duly sworn, deposes and says that:

1. I am a member (50% interest) of Regina-Meade, L.L.C., a limited liability company to be established under Florida law. I make this affidavit pursuant to Florida Statute § 608.407 to allow the filing of the foregoing Articles of Organization.

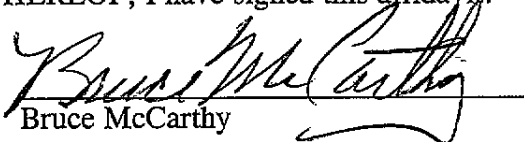
2. I declare that the above named limited liability company has at least one member.

3. The initial amount of cash to be contributed to the limited liability company by the members is \$100.00.

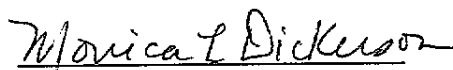
4. The total amount of cash anticipated to be contributed to the limited liability company by the members is \$200.00. The members reserve the right to contribute less than the anticipated amount of capital contributions to the limited liability company.

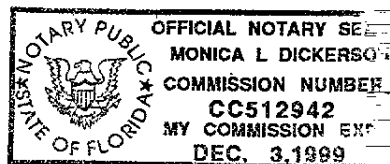
5. There is no other property other than the above described cash to be contributed by the members and no other property or cash anticipated to be contributed at this time. If any additional contributions are made, the foregoing Articles of Organization shall be amended to reflect such additional contributions.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

  
Bruce McCarthy

Sworn to before me this  
17<sup>th</sup> day of March, 1999

  
Notary Public



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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

MARY MCCARTHY, being duly sworn, deposes and says that:

1. I am a member (50% interest) of Regina-Meade, L.L.C., a limited liability company to be established under Florida law. I make this affidavit pursuant to Florida Statute § 608.407 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 \$100.00.

4. The total amount of cash anticipated to be contributed to the limited liability company by the members is \$200.00. The members reserve the right to contribute less than the anticipated amount of capital contributions to the limited liability company.

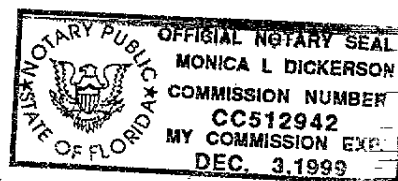
5. There is no other property other than the above described cash to be contributed by the members and no other property or cash anticipated to be contributed at this time. If any additional contributions are made, the foregoing Articles of Organization shall be amended to reflect such additional contributions.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

Mary McCarthy  
Mary McCarthy

Sworn to before me this  
17<sup>th</sup> day of March, 1999

Monica L Dickerson  
Notary Public



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