



**THE UNITED STATES  
CORPORATION  
COMPANY**

**9900000/669**

ACCOUNT NO. : 072100000032

REFERENCE : 180874 91189A

AUTHORIZATION :

COST LIMIT : \$ PPD

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 24 PM 2:01

ORDER DATE : March 24, 1999

ORDER TIME : 12:13 PM

ORDER NO. : 180874-005

CUSTOMER NO: 91189A

CUSTOMER: Ms. Marie E. Stanton  
THOMAS F. KIESEL, ESQ  
THOMAS F. KIESEL, ESQ  
2121 McGregor Boulevard

Fort Myers, FL 33901

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-03724/99--01080--012  
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DOMESTIC FILING

NAME: SIX STAR PROPERTIES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: \_\_\_\_\_

**99-1669**

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

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ARTICLES OF ORGANIZATION  
OF  
SIX STAR PROPERTIES, L.L.C.

ARTICLE I - NAME

The name of this limited liability company is SIX STAR PROPERTIES, L.L.C. (the "Company").

ARTICLE II - DURATION AND CONTINUATION OF BUSINESS

The Company shall exist from the date of filing these Articles of Organization with the Department of State and shall be dissolved upon the occurrence of any one or more of the following events: (a) December 31, 2028; (b) the unanimous written consent of the members; (c) the death, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, unless the remaining members consent and elect to continue the business of the Company; (d) the happening of any other event that makes it unlawful, impossible, or impractical to carry on the business of the Company; (e) any event which causes there to be only one member; or (f) the occurrence of any other event specified in Florida Statutes Section 608.441, as the same may be amended from time to time, or any corresponding provision of succeeding law.

ARTICLE III - MEMBERSHIP INTEREST

The regulations of the Company shall provide that a member's interest in the company shall be evidenced by a Certificate of Membership Interest issued by the Company, and the company shall maintain a registry of those certificates. Transfer of an ownership interest in the Company shall only take place upon the proper endorsement, surrender, and cancellation of an existing Certificate of Membership Interest documented in the registry of those certificates maintained by the Company, and issuance of a new Certificate of Membership Interest.

ARTICLE IV - MAILING ADDRESS AND STREET ADDRESS

The mailing address and street address of the principal office of the company is:

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Mail: 2911 N. E. Pine Island Road  
Cape Coral, FL 33909

Location: Same

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ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and the street address of the initial registered agent of the company are as follows:

<u>Name</u>	<u>Address</u>
DENNIS J. FULLENKAMP	2911 N.E. Pine Island Road Cape Coral, FL 33909

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

Except as otherwise provided in the regulations of the Company, additional members may be admitted to the Company, but only if all of the current members agree to the admission of the additional members and to the terms of admission.

ARTICLE VII - MANAGEMENT OF THE COMPANY

The management of the Company is reserved to the members. The names and addresses of the initial managing members of the Company are as follows:

<u>Name</u>	<u>Address</u>
MICHAEL M. STRAYHORN	5690 Harborage Drive Ft. Myers, FL 33908
DENNIS J. FULLENKAMP	2911 N.E. Pine Island Rd. Cape Coral, FL 33909

ARTICLE VIII - REGULATIONS

The power to adopt, alter, amend, or repeal the regulations of the Company, whether in whole or in part, shall be vested in the members.

ARTICLE IX - AMENDMENT

The power to alter, amend, or repeal these Articles of Organization, whether in whole or in part, shall be vested in the members.

IN WITNESS WHEREOF, the undersigned, being one of the original members of the Company, has executed these Articles of Organization, this 13 day of March, 1999.

  
MICHAEL M. STRAYHORN

  
DENNIS J. FULLENKAMP

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member of SIX STAR PROPERTIES, L.L.C. deposes and says:

1. The above named limited liability company has at least two members.

2. The total amount of cash contributed by the Members is \$20,000.00. The property other than cash contributed by the Members is described as None and the agreed value thereof is \$0.

3. The total amount of cash or property anticipated to be contributed by the Members is \$20,000.00. This total amount includes the amounts from 2 above.

  
MICHAEL M. STRAYHORN

STATE OF FLORIDA       )  
                                  )     SS:  
COUNTY OF LEE        )

BEFORE ME, the undersigned authority, personally appeared MICHAEL M. STRAYHORN who after first being duly sworn, acknowledged that he executed before me the foregoing instrument on behalf of the said Company for the purposes therein expressed. He is personally known to me or produced H. Drivers License as identification.

WITNESS my hand and official seal in the State of Florida this 23 day of March, 1999.

  
NOTARY PUBLIC

My commission expires:



Marie Stanton  
My Commission CC616533  
Expires March 9, 2001

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

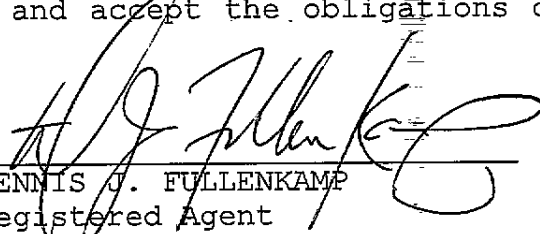
SIX STAR PROPERTIES, L.L.C.

2. The name and address of the registered agent and office is:

DENNIS J. FULLENKAMP

2911 N. E. Pine Island Road  
Cape Coral, FL 33909

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
DENNIS J. FULLENKAMP  
Registered Agent

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