

L990000001988



ACCOUNT NO. : 072100000032

REFERENCE : 196673 3487A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 7, 1999

ORDER TIME : 12:34 PM

ORDER NO. : 196673-005

CUSTOMER NO: 3487A

CUSTOMER: J. Geoffrey Pflugner, Esq  
ICARD MERRILL CULLIS TIMM  
ICARD MERRILL CULLIS TIMM  
2033 Main Street, Suite 600  
P. O. Drawer 4195  
Sarasota, FL 34237

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-04/07/99--01061--011  
\*\*\*\*337.50 \*\*\*\*337.50

DOMESTIC FILING

NAME: DLF, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	4/9/99	CERTIFIED COPY
Availability	OK	PLAIN STAMPED COPY
Document Examiner		CERTIFICATE OF GOOD STANDING
CONTACT PERSON:	Tamara Odom	
Updater	DCC	
Updater Verifier	DCC	
Acknowledgement	DCC	
W. P. Verifier	DCC	

EXAMINER'S INITIALS:

FILED  
99 APR -7 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1 name available  
completed - P98 104289

RECEIVED  
99 APR -7 PM 1:41  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

L990000001988

W990000008352



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 7, 1999

TAMARA ODOM  
CSC  
TALLAHASSEE, FL 32301

SUBJECT: DLF, L.L.C.  
Ref. Number: W99000008352

We have received your document for DLF, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 799A00017620

## ARTICLES OF ORGANIZATION

VENICE DLF, L.L.C.

The undersigned, desiring to form a limited liability company ("Company") pursuant to the Florida Limited Liability Company Act, hereby makes and declares these Articles of Organization.

### Article I - Name

The name of the Company is VENICE DLF, L.L.C.

### Article II - Duration and Commencement

This Company shall commence on the date these Articles are filed with the Department of State, and the duration shall be perpetual.

### Article III - Purpose

The Company is organized for the purpose of acquiring, developing, owning, operating, leasing and selling real property, and any other lawful purpose.

### Article IV - Mailing Address and Principal Office

The mailing and street address of the Company's principal office is 2033 Main Street, Suite 101, Sarasota, Florida 34237.

### ARTICLE V - Initial Registered Office and Agent

The name and street address of the initial registered agent of this Company is J. Geoffrey Pflugner, 2033 Main Street, Suite 101, Sarasota, Florida 34237.

### Article VI - Membership

Members of the Company have the right to admit new members. Additional members may be admitted only on a unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

FILED  
APR - 7 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article VII - Continuance of Company**

The remaining members of the Company have the right to continue the business on 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 Company. The business may be continued only on the unanimous written consent of the remaining members.

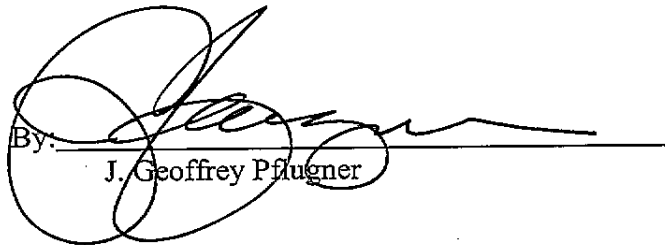
**Article VIII - Management**

The management of the Company shall be reserved to its Manager: David L. Florand, 2033 Main St., Suite 101, Sarasota FL 34237, who shall manage the Company.

**Article IX - Additional Provisions**

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the manager listed in Article VIII.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Organization this 6th day of April, 1999.

By:   
J. Geoffrey Pflugner

FILED  
APR 7 1999  
TALLAHASSEE  
SECRETARY OF STATE

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned members or authorized representative of a member of VENICE DLF, L.L.C. 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 one hundred thousand and No/100 Dollars (\$100,000.00).
- (3) If any, the agreed value of property other than cash contributed by members is \$ -0-.
- (4) The total amount of cash or property anticipated to be contributed by members is \$100,000.00. This total includes amounts from (2) and (3) above.

In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

VENICE DLF, L.L.C.

By: 

J. Geoffrey Pflugner as Authorized Representative

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 6th day of April, 1999 by J. Geoffrey Pflugner as Authorized Representative of VENICE DLF, L.L.C., who is personally known to me or who has produced FDL as identification and who did not take an oath.



Notary Public

My Commission Expires:

My Commission Expires:



Sherrie L. Brooker  
MY COMMISSION # CC714010 EXPIRES  
February 5, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF DLF, L.L.C.  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
APR - 7 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the hereinabove 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 VENICE DLF, L.L.C.
2. The name and address of the registered agent and office is: J. GEOFFREY PFLUGNER, 2033 Main Street, Suite 101, Sarasota, Florida 34237.

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.

  
J. GEOFFREY PFLUGNER

Date: April 6, 1999