



THE UNITED STATES
CORPORATION
COMPANY

L990000002146

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 14 AM 10:28

ACCOUNT NO. : 072100000032

REFERENCE : 204878 7142564

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 14, 1999

ORDER TIME : 1:01 PM

ORDER NO. : 204878-005

CUSTOMER NO: 7142564

CUSTOMER: Mr. Nick Roknich Iii
ROKNICH & GIBSON
ROKNICH & GIBSON
Suite 901
1800 Second Street
Sarasota, FL 34236

300002839213--9

-04/14/99--01072--016

****285.00 ****285.00

DOMESTIC FILING

NAME: CLARK ROAD ASSOCIATES, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

EFFECTIVE DATE
4/14/99

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99 APR 14 PM 2:14
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 14, 1999

JEANINE REYNOLDS
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: CLARK ROAD ASSOCIATES, L.L.C.
Ref. Number: W99000008916

#204878
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DIVISION OF CORPORATIONS
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EFFECTIVE DATE
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RESUBMIT
Please give original
submission date as file date.

We have received your document for CLARK ROAD ASSOCIATES, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Registered Agent -- NICK ROKNICH, III -- MUST SIGN a statement accepting his appointment.,

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 999A00019039

RECEIVED
99 APR 16 AM 9:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
4/12/99

ARTICLES OF ORGANIZATION OF
CLARK ROAD ASSOCIATES, L.L.C.

The undersigned certify that we have associated ourselves together for the purposes of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Clark Road Associates, L.L.C., and its principal office shall be located at 2831 Ringling Boulevard, Suite 213D, Sarasota, Florida 34237 in the County of Sarasota, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The principal office address is also the company's mailing address.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any lawful business or activity.
2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the

attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company is to be managed by two (2) managers. The names and addresses of the persons who shall serve as manager until the first annual meeting of members or until a successor is elected and qualified are as follows:

Devon Drew Shepherd
2831 Ringling Blvd
Suite 213D
Sarasota, FL 34237

Joseph Allardt
7150 Estero Boulevard
#501
Fort Myers Beach, FL 33931

ARTICLE V

MEMBERS

The following constitute the Members of this L.L.C. who shall own the L.L.C. as equal partners:

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Oak Shores Development Corporation, a Florida corporation
2831 Ringling Boulevard, Suite 213D
Sarasota, Florida 34327

3A, L.L.C., an Indiana limited liability company
7150 Estero Boulevard, #501
Fort Myers Beach, Florida 33931

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MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, or as provided for in the separate operating agreement.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members. The member or members continuing the business shall compensate the departing member pursuant to the regulations of this limited liability company contained in the separate operating agreement.

ARTICLE VI

DURATION

The date and time when the existence of the limited liability company shall commence shall be 12:01 a.m. on April 12, 1999. This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is ROKNICH & GIBSON, 1800 Second St. Suite 901, Sarasota, Florida 34236, County of Sarasota, State of Florida, and

EFFECTIVE DATE
4/13/99

the name of the company's initial registered agent at that address
is Devon Drew Shepherd.

The undersigned, being a member of the limited liability
company, certifies that this instrument constitutes the Articles of
Organization of Clark Road Associates, L.L.C.

I hereby accept the appointment as registered agent and agree to act in
this capacity.

Executed by the undersigned on 4/13, 1999.

Devon Drew Shepherd
Its Agent

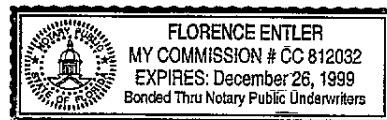
STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 13
day of April, 1999 by Devon Drew Shepherd, as a member, on behalf
of Clark Road Associates, L.L.C., a limited liability company, who
is (Notary choose one) [] personally known to me, or
[] who has produced _____ as
identification.

Florence Entler
Signature of Notary Public

Printed name of Notary Public
My Commission expires: _____

NOR:fe/2038-1.11c



AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF SARASOTA

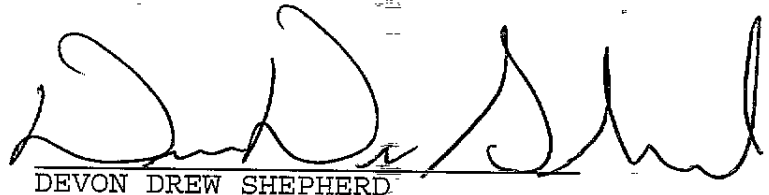
In compliance with FS § 608.407(2), the undersigned member or authorized representative of a member of Clark Road Associates, L.L.C. deposes and says:

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

2. The total amount of cash contributed by the members is \$510,000.00.

3. If any, the agreed value of property other than cash contributed by the members is \$ NONE.

4. The total amount of cash or property anticipated to be contributed by the members is \$510,000.00. This total includes the amounts from 2 and 3 above.


DEVON DREW SHEPHERD

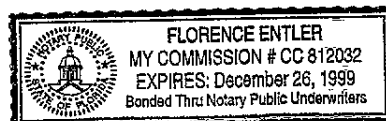
STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 13th day of April, 1999 by DEVON DREW SHEPHERD, as Manager, on behalf of CLARK ROAD ASSOCIATES, L.L.C., a limited liability company, who is (Notary choose one) [☒] personally known to me, or [☐] who has produced _____ as identification.


Signature of Notary Public

Printed name of Notary Public
My Commission expires:

NOR:fe/2038-1.aff



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