

L99000002529



ACCOUNT NO. : 072100000032

REFERENCE : 224480 9725B

AUTHORIZATION : *Patricia Pigatto*

COST LIMIT : \$ 337.50

ORDER DATE : April 30, 1999

ORDER TIME : 4:06 PM

ORDER NO. : 224480-005

100002859831--5

CUSTOMER NO: 9725B

CUSTOMER: Ms. Monika D. Ludwig
ROETZEL & ANDRESS
ROETZEL & ANDRESS
Trainon Centre, Third Floor
850 Park Shore Drive
Naples, FL 34103

RECEIVED

99 APR 30 PM 4:47

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: CSE FLORIDA, L.L.C.

① name not available
(Conflict 199-54716)

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Notary	XX	CERTIFIED COPY
Availability		PLAIN STAMPED COPY
		CERTIFICATE OF GOOD STANDING
Document Examiner	CONTACT PERSON:	Sara Lea
Updater	DCC	
Updater Verifier	DCC	
Acknowledgement	DCC	
W. P. Verifier	DCC	

EXAMINER'S INITIALS:

FILED
99 APR 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L99000002529

W990000010255
8 pages



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 3, 1999

SARA LEA
CSC
TALLAHASSEE, FL 32301

SUBJECT: CSE FLORIDA, L.L.C.
Ref. Number: W99000010255

We have received your document for CSE FLORIDA, L.L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

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: 299A00023616

ARTICLES OF ORGANIZATION

OF

CSSE FLORIDA, L.L.C.

FILED
99 APR 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be CSSE FLORIDA, L.L.C. ("Company")

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 4715 Coronado Parkway, Cape Coral, FL 33904.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Ernst Koehler, 4715 Coronado Parkway, Cape Coral, FL 33904.

ARTICLE V -- INITIAL CAPITAL CONTRIBUTIONS

The member of the company shall make initial cash contributions to the capital of the Company as set forth on Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional future capital contributions to the Company as provided in the Regulations of the Company or otherwise by the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- MANAGEMENT

The Company shall be managed by the member in accordance with the Regulations to be adopted by the member for the management of the business and affairs of the Company. These Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member of the Company is:

NAME

ADDRESS

Claus Schoenbrodt

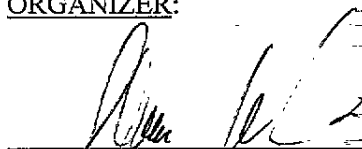
Karlshafenerstrasse 51
12623 Berlin
Germany

ARTICLE X - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 26th day of April, 1999.

ORGANIZER:



Claus Schoenbrodt

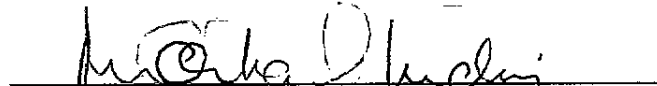
STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 26th day of April, 1999, by Claus Schoenbrodt, who is personally known to me or has produced _____ as identification.

FILED
99 APR 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(SEAL)



NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Monika D. Ludwig
My Commission Expires: _____

Serial No.:



Monika D Ludwig
My Commission CC813462
Expires January 14, 2001

169530_1.WP5


EXHIBIT "A"

<u>MEMBER</u>	<u>CAPITAL CONTRIBUTION</u>	<u>PERCENTAGE</u>
Claus Schoenbrodt	\$1,000.00	100%

CSE FLORIDA, L.L.C.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of CSE FLORIDA, L.L.C. as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.


Ernst Koehler
Registered Agent

99 APR 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of CSSE FLORIDA, L.L.C., deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the member is \$1,000.00.
3. No property other than cash has been contributed by the member.
4. The total amount of cash or property anticipated to be contributed by member(s) \$1,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: April 26, 99


CLAUS SCHOENBRODT


FILED
99 APR 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 26th day of April, 1999, by Claus Schoenbrodt, who is personally known to me ~~or has produced~~ _____ as ~~identification~~.

(SEAL)


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: MONIKA D LUDWIG
My Commission Expires: _____

Serial No.:



Monika D Ludwig
My Commission CC813452
Expires January 14, 2001