

L99000002580



ACCOUNT NO. : 072100000032

REFERENCE : 230638 81444A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 6, 1999

ORDER TIME : 10:23 AM

ORDER NO. : 230638-005

CUSTOMER NO: 81444A

CUSTOMER: Ms. Leigh Flood
PATTERSON BOND & LATSHAW, P.A.
PATTERSON BOND & LATSHAW, P.A.
Suite A
3010 S. Third Street
Jacksonville, FL 32250

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-05/06/99--01062--010
-****285.00 ****285.00

DOMESTIC FILING

NAME: THE GREENS WAY PARTNERSHIP,
L.C.

EFFECTIVE DATE:

ARTICLES OF ORGANIZATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

Document CONTACT PERSON: Mimi Stephens

Examiner

DCC

Updater

DCC

Updater

Verifier

DCC

Acknowledgement

DCC

W P. Verifier

DCC

EXAMINER'S INITIALS:

FILED
99 MAY -6 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
THE GREENS WAY PARTNERSHIP, L. C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be The Greens Way Partnership, L.C. ("Company"). The principal place of business of the Company in Florida shall be 2108 Sawgrass Village Drive, Ponte Vedra Beach, Florida 32082. The mailing address of the business shall be: 2108 Sawgrass Village Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE II

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate no later than May 1, 2029, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III

PURPOSES AND POWERS

The general purpose for which the Company is organized is to own, operate, lease and manage real property and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is C. Guy Bond, Patterson, Bond & Latshaw, P.A., 3010 South Third Street, Jacksonville Beach, Florida 32250.

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TALLAHASSEE, FLORIDA

ARTICLE V

CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property, set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>
J. R. Rogers	\$28.00
Jerry Zyski	\$37.00
Nancy Zyski	\$25.00
Kim Allerton	\$10.00

ARTICLE VI

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in agreements adopted by the members or, in lieu thereof, only upon the unanimous consent of all the members.

ARTICLE VII

ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the written consent of all of the members of the Company and upon such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the Company as set forth in agreements 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 a majority of 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

TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a minority in interest of the remaining members, provided there is least one (1) remaining member.


ARTICLE IX

MANAGEMENT (MANAGEMENT BY MEMBERS)

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
J.R. Rogers	2108 Sawgrass Village Drive Ponte Vedra Beach, Florida 32082
Jerry Zyski	2108 Sawgrass Village Drive Ponte Vedra Beach, Florida 32082
Nancy Zyski	2108 Sawgrass Village Drive Ponte Vedra Beach, Florida 32082
Kim Allerton	2108 Sawgrass Village Drive Ponte Vedra Beach, Florida 32082

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Florida, for the foregoing uses and purposes this 5th day of May, 1999.

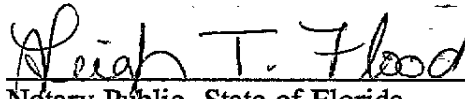

Jerry Zyski

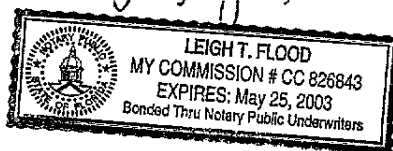
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 5th day of May, 1999, by Jerry Zyski. He is personally known to me or who has produced _____ as identification.





Notary Public, State of Florida



ACCEPTANCE OF REGISTERED AGENT

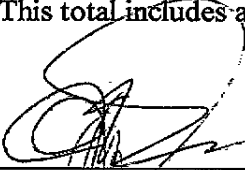
The undersigned, being the person named in the Articles of Organization of The Greens Way Partnership, L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


Registered Agent C. Guy Bond

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of The Greens Way Partnership, L.C. deposes and says:

- 1) the above named limited liability company has four (4) members.
- 2) the total amount of cash contributed by the member(s) is \$ 100.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is N/A. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 100.00. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
Jerry Zyski

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

FILING FEE: \$250 for Articles of Organization and Affidavit