

L99000002857

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Capco Developments, LC

800002878348--0

-05/18/99--01014--022

\*\*\*\*\*337.50 \*\*\*\*\*337.50

RECEIVED

09 MAY 18 AM 9:40

DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

W990000011603

Name	5/18/99
Availability	dec
Document Examiner	DCC
Updater	
Signature	
Updater	
Verifier	
Requested by	DCC
Name	5/18
Verifier	DCC
Date	8:49
Time	

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy ① RA acceptance \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

SECRET  
TALLAHASSEE, FLORIDA

99 MAY 18 PM 3:35

FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 18, 1999

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET, SUITE 1  
TALLAHASSEE, FL 32302

SUBJECT: CAPCO DEVELOPMENTS, L.C.  
Ref. Number: W99000011603

We have received your document for CAPCO DEVELOPMENTS, L.C. and your check(s) totaling \$337.50. However, the document has not been filed and is being retained in this office for the following:

We are returning the Certificate of Designation and Acceptance of Registered Agent so you can sign the acceptance.

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: 999A00027471

ARTICLES OF ORGANIZATION  
FOR  
CAPCO DEVELOPMENTS, L.C.

FILED  
99 MAY 18 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the agent duly authorized by the organizing Member of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby executes and files these Articles of Organization (the "Articles") for purposes of forming a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

ARTICLE I

Name

The Name of the Company is CAPCO DEVELOPMENTS, L.C.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue perpetually until dissolved in accordance with Section 608.441 of the Act.

### ARTICLE III

#### Purpose

The Company is created to acquire, hold, manage, operate, improve, develop, lease, sell, dispose of, mortgage or otherwise encumber, and otherwise deal with the real property, together with the improvements thereon, now existing or hereafter constructed, and all personal property associated therewith, and to engage in any other lawful activity.

### ARTICLE IV

#### Principal Office

The street address of the principal office of the Company shall be 1206 Manatee Avenue West, Bradenton, Florida 34205, and the mailing address shall be Post Office Box 400, Bradenton, Florida 34206.

### ARTICLE V

#### Registered Agent and Office

The initial registered agent for the Company shall be CAPTIAL CONNECTION, INC., and the address of the registered agent for service of process shall be 417 East Virginia Street, Suite 1, Tallahassee, Florida 32301.

## ARTICLE VI

### Management of Business

Management of the Company is reserved to its Member or Members from time to time. The name and address of the initial managing Member is: JEFF CAPLAN, 94 Valley Road, Rickmansworth, Herts WD03BJ. The Members shall have the right to elect officers of the Company. An officer need not be a Member of the Company. The officers will have the power and authority granted by the Members from time to time as provided in the Regulations.

## ARTICLE VII

### Admission of Additional Members

Additional Members may be admitted only by the vote of the Members holding a majority of the Units, upon terms and conditions established by the Members from time to time in their sole discretion.

## ARTICLE VIII

### Continuation of Business

The remaining Members shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of a Member of the Company, all as more fully set forth in the Regulations.

## ARTICLE IX

### Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

## ARTICLE X

### Amendments

These Articles may be amended or restated at any time by a vote of the Members holding a majority of the Units, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

## ARTICLE XI

### Regulations

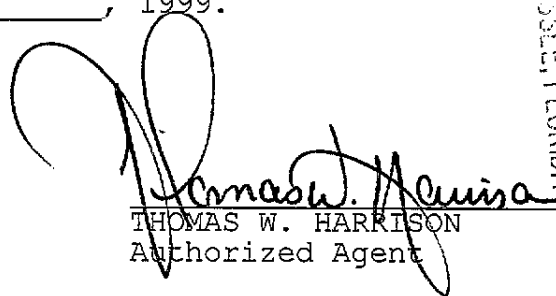
Regulations shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as may be necessary, reasonable, or desirable, except that no provision of such Regulations may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations.

ARTICLE XII

Contracting Debts

No debt shall be contracted nor liability incurred by or on behalf of the Company except by the Members holding a majority of the units.

IN WITNESS WHEREOF, the undersigned organizer of CAPCO DEVELOPMENTS, L.C., has executed these Articles of Organization on this 12 day of May, 1999.

  
THOMAS W. HARRISON  
Authorized Agent

FILED  
MAY 18 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 12 day of May, 1999 by THOMAS W. HARRISON, who is personally known to me and did not take an oath.

  
Signature of Person Taking Acknowledgment



GERALDEAN P. BOZZA  
Notary Public State of Florida  
My Comm. Exp. Mar. 25, 2001  
Comm. # CC 815583

Name of Acknowledger Typed, Printed or Stamped

My commission expires:

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF MANATEE

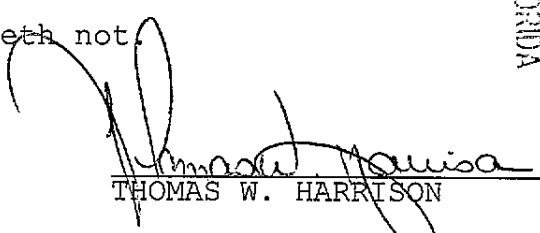
BEFORE ME, the undersigned authority, personally appeared THOMAS W. HARRISON, who, being first duly sworn, deposes and says that:

1. Affiant is the Authorized Agent of a Member of CAPCO DEVELOPMENTS, L.C. (the "Company"), and has personal knowledge of the matters set forth herein.

2. CAPCO DEVELOPMENTS, L.C., has at least on (1) Member.

3. The amount of current contribution to the Company is \$10,000.00 and the anticipated further capital contribution to the Company to be made by the Member is \$100,000.00, all of which shall be made in cash.

4. Further Affiant sayeth not.

  
THOMAS W. HARRISON

The foregoing instrument was acknowledged before me this 12 day of May, 1999 by THOMAS W. HARRISON, who is personally known to me and who did take an oath.

  
Signature of GERALD P. BOZZA Acknowledgment



GERALD P. BOZZA  
Notary Public State of Florida  
My Comm. Exp. Mar. 25, 2001  
Comm. # CC 615583

Name of Acknowledger Typed, Printed or Stamped

My commission expires:

FILED  
99 MAY 18 PM 3:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA



CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE OF REGISTERED AGENT  
FOR CAPCO DEVELOPMENTS, L.C.C.

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.

CAPTIAL CONNECTION, INC.

By: Chris G. Greenwell

DATED: 5/18/99

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY 18 PM 3:35

FILED