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FILINGS, INC. TERESA ROMAN

(Requestor's Nam	e)		
2805 LITTLE DEAL ROAD (Address)			
TALLAHASSEE, FLORIDA 32	308 385-6735	OFFICE USE ONLY	
(City, State, Zip)	(Phone #)		
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Other

CR2E031(10/92)

ARTICLES OF ORGANIZATION OF WINKLER AVENUE, L.L.C.

We, the undersigned, as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I - NAME

The name of the limited liability company is: WINKLER AVENUE, L.L.C.

ARTICLE II - DURATION

The period of duration of this limited liability company shall be 1-30 years from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this limited liability company is: 375 12th Avenue, S., Naples, Florida 34102, and the mailing address shall be the same.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of the initial registered agent within Florida is: Antonio Faga, Esquire, and the street address is 375 12th Avenue, S., Naples, Florida 34102.

ARTICLE V - MEMBERS

This limited liability company has one (1) member whose names and addresses are:

Michael Stevens, 223 Bayfront Drive, Bonita Springs, Florida 34134

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE VI - MANAGEMENT

The management of the company is reserved to the members of the company, in proportion to their contributions to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The names and addresses of the managing member is:

Michael Stevens, 223 Bayfront Drive, Bonita Springs, Florida 34134

ARTICLE VII - CONTRIBUTION

The initial capital contribution and the amount of cash contributed is \$1,000.00 and and description of property other than cash contributed by members is:

None.

The total amount of cash or property anticipated to be contributed by members is \$100,000.00. This total includes amounts from contributions and the agreed value of the property contributed.

In witness whereof, the undersigned Incorporator has executed these Articles of

Organization this <u>A</u> day of June, 1999.

INTONIO FAGA, ESQUIRI

STATE OF FLORIDA COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared Antonio Faga, who executed the foregoing Articles of Organization. The above-named officer is personally known to me and did not take an oath.

Tina M Sentovich

My Commission CC779311

Expires June 20, 2000

Notary Public

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served:

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that WINKLER AVENUE, L.L.C., desiring to organize or qualify under the laws of the State of Florida, has named Antonio Faga. Esquire, located at 375 12th Avenue, S., Naples, Florida 34102, as its agent to accept service of process within Florida.

TONIO FAGALESQUIRI

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

NTONIO FAGA

SECRETARY OF STATE DIVISION OF CORPORATIONS

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of WINKLER AVENUE, 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. If any, the agreed value of property other than cash contributed by the members is : NONE. A description of the property is attached hereto and made a part hereof.
- 4. The total amount of cash or property anticipated to be contributed by the members is: \$100,000.00. This total includes amounts from 2 and 3 above.

ANTONIO FAGA

Authorized Representative of a member

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

DIAISION OF POREORNITORS