

L 99000003829

LAWRENCE R. STEINER, P.A.  
ATTORNEY AT LAW  
107 Douglas Avenue  
Altamonte Springs, Florida 32714  
(407) 774-7500  
Fax (407) 774-6422

June 23, 1999

800002914188--6  
-06/24/99--01057--003  
\*\*\*\*\*337.50 \*\*\*\*\*337.50

Secretary of State  
State of Florida  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32304

EXPRESS MAIL

Re: Vick's Landing, L.L.C.

800002914188--6  
-06/24/99--01057--004  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Dear Sir:

Enclosed herewith please find an original and one(1) copy of Articles of Incorporation for the above limited liability company, along with our check of \$337.50, which represents

1. Filing fees	250.00
2. Certified copy	52.50
3. Registered Agent	<u>35.00</u>

TOTAL \$337.50

Please return a certified copy to this office.

Thank you.

Sincerely,

*Barbara Steiner*

BARBARA STEINER  
Legal Assistant

encl.

W99-14991

Spgr

FILED  
99 JUN 29 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

6/29



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 28, 1999

BARBARA STEINER  
LAWRENCE R. STEINER, P.A.  
797 DOUGLAS AVENUE  
ALTAMONTE SPRINGS, FL 32714

SUBJECT: VICK'S LANDING, L.L.C.  
Ref. Number: W99000014991

We have received your document for VICK'S LANDING, L.L.C. and your check(s) totaling \$346.25. However, the document has not been filed and is being retained in this office for the following:

Your application must include an Affidavit of Capital Contributions.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 799A00034092

**LAWRENCE R. STEINER, P.A.**

ATTORNEY AT LAW  
797 Douglas Avenue  
Altamonte Springs, Florida 32714  
(407) 774-7500  
Fax (407) 774-6422

June 28, 1999

Mr. Lee Rivers  
Secretary of State  
State of Florida  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32304

Re: Vick's Landing, L.L.C.  
#799A00034092

Dear Mr. Rivers:

Enclosed is Affidavit of Capital Contribution to use with the Articles of Organization previously sent to you. It is imperative that the company be established immediately upon your receiving the enclosed, if all required documents have now been sent to you. If there is any additional documentation required, please advise immediately. My office will contact you on Tuesday afternoon to confirm your receipt of the enclosed Affidavit and the acceptance of the Articles of Organization.

Sincerely,



LAWRENCE R. STEINER

LRS:bs  
encl.

ARTICLES OF ORGANIZATION  
OF  
VICK'S LANDING, L.L.C.

ARTICLES I - NAME

The name of this limited liability company is VICK'S LANDING, L.L.C., whose principal place of business is located at 2901 W. State Road 434, #141, Longwood, Florida 32779.

ARTICLE II - PURPOSE

The general nature of the business to be transacted by the limited liability company shall be to carry on the business of acquisition and development of raw land into buildable subdivision lots for sale to third parties, and into such other real estate activities, both residential and commercial, as the company may elect; and to have and exercise all of the powers now or hereafter conferred by the laws of the State of Florida upon limited liability companies organized pursuant to the laws under which this limited liability company is organized and any and all acts, amendatory thereof and supplemental thereto.

FILED  
JUN 29 PM 12:16  
RECORDS & CLERK  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE III - DURATION

The period of this limited liability company's duration shall be a period not to exceed thirty(30) years from June 22, 1999, or the date of filing of these Articles of Organization with the Florida Department of State, whichever is later.

AB

G.S.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial address of this limited liability company's place of business is 2901 W. State Road 434, #141, Longwood, Florida 32779, and the name and address of the initial registered agent of this limited liability company at that address is Giora Y. Singer. The mailing address of the limited liability company and its registered office is the same as above.

ARTICLE VI - CONTRIBUTION

The total amount of cash or property to be initially contributed to the limited liability company is \$260,000.00. No other property shall be initially contributed. The members have agreed to make any additional contributions in accordance with the regulations to be adopted by the limited liability company from time to time.

ARTICLE VII - ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members by unanimous vote of all current members to be effective upon such prospective members agreeing in writing to assume any obligations of a member which may be set forth in the regulations adopted by the limited liability company from time to time.

FILED  
99 JUN 29 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE VIII - CONTINUATION OF BUSINESS

The business of the limited liability company shall continue notwithstanding the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which results in the termination of the continued membership of a member in this limited liability company, provided all of the remaining members shall agree in writing.

ARTICLE IX - MANAGER

The limited liability company may be managed by a manager or managers selected from time to time by a majority of the members. The initial manager and his address who shall serve until the first annual meeting of the members or until their successor is duly elected and qualified are:

Giora Y. Singer  
2901 W. State Road 434, #141  
Longwood, Florida 32779

IN WITNESS WHEREOF, the undersigned as subscribers have executed these Articles of Organization this 23 day of JUNE, 1999.

Giora Y. Singer  
GIORA Y. SINGER

Arnold H. Bierman  
ARNOLD H. BIERMAN

FILED  
99 JUN 29 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me  
this 23<sup>rd</sup> day of June, 1999, by GIORA Y. SINGER who is  
personally known to me or who has produced N/A as  
identification.

  
Notary Public

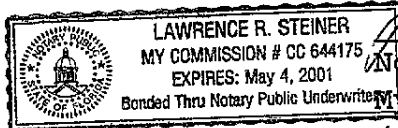
My commission expires:  
(SEAL)

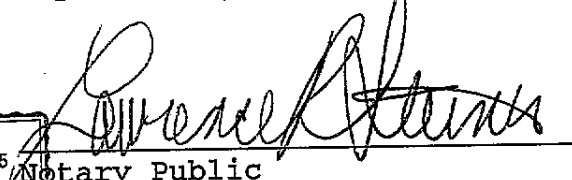


STATE OF FLORIDA

COUNTY OF Seminole

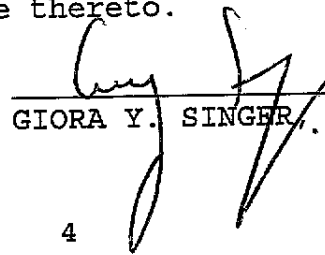
The foregoing instrument was acknowledged before me  
this 23<sup>rd</sup> day of June, 1999, by ARNOLD H. BIERMAN who is  
personally known to me or who has produced driver's license as  
identification.



  
Notary Public

My commission expires:  
(SEAL)

Having been named registered agent to accept service of  
process for the above-stated limited liability company, at the  
place designated in the articles, I hereby accept to act in this  
capacity, and agree to comply with the provisions of the Florida  
Statutes in all matters relative thereto.

  
GIORA Y. SINGER, Registered Agent

AB

FILED  
99 JUN 29 PM 12:16  
CLERK OF DISTRICT COURT  
JULIA H. HARRIS  
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared GIORA Y. SINGER, who, being by me first duly sworn, deposes and says as follows:

1. I am a Member of Vick's Landing, L.L.C., a limited liability company, and also its Manager.

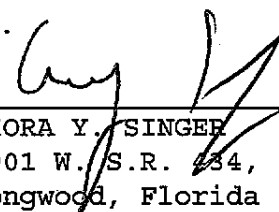
2. As a supplement to the Articles of Organization of Vick's Landing, L.L.C., I am making this Affidavit pursuant to Section 608.407, Florida Statutes, to certify the following:

A. There are at least two(2) Members in Vick's Landing, L.L.C.

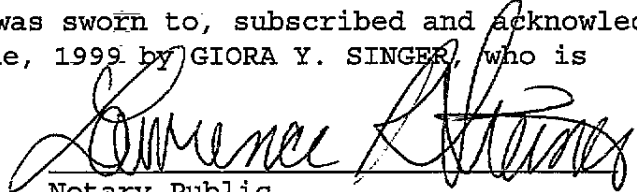
B. All capital contributions presently made, or anticipated to be contributed, by the Members shall be in cash in the total amount of \$260,000.00, determined as follows:

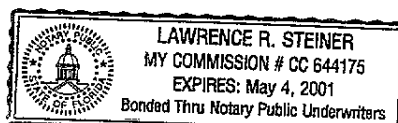
<u>MEMBER</u>	<u>AMOUNT OF CONTRIBUTION</u>
Giora Y. Singer	\$50,000.00
Arnold H. Bierman	\$210,000.00

FURTHER AFFIANT SAYETH NAUGHT.

  
\_\_\_\_\_  
GIORA Y. SINGER  
2901 W. S.R. 234, #141  
Longwood, Florida 32779

The foregoing Affidavit was sworn to, subscribed and acknowledged before me this 28th day of June, 1999 by GIORA Y. SINGER, who is personally known to me.

  
\_\_\_\_\_  
Notary Public



FILED  
99 JUN 29 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA