



**THE UNITED STATES
CORPORATION
COMPANY**

P.O. Box 5828
Tallahassee, FL 32314
(800) 342-8086

L99000004291

Account No.: 072100000032

Reference : _____

Authorization: _____

Cost Limit : \$ PPD

OFFICE USE ONLY

(Requestor's Name)

1201 Hays Street

(Address)

Tallahassee, FL 32301 222-9171

(City, State, Zip)

(Phone #)

CIS Contact: Kim Clemens

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Villa Venezia, L.C.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☒ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☒ Photocopy

☐ Certificate of Status

500002932535-9

-07/15/99-01074-016

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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99 JUL 15 PM 4:02
TALLAHASSEE, FLORIDA

99 JUL 15

7-15-99

**ARTICLES OF ORGANIZATION
OF
VILLA VENEZIA, 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 VILLA VENEZIA, L.C. ("Company"). The principal place of business of the Company in Florida shall be 1548 Greens Way, Jacksonville Beach, Florida 32250. The mailing address of the business shall be: 1548 Greens Way, Jacksonville Beach, Florida 32250.

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 July 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 purchase a developed lot and build a residential speculative home, 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 Lawrence R. Patterson, 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>
Benchmark Homes of Ponte Vedra, Inc.	\$474,950.00
Casa Villa Venezia, Inc.	\$474,950.00

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 agreed 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 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

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TALLAHASSEE, FLORIDA

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>
Benchmark Homes of Ponte Vedra, Inc.	1548 Greens Way Jacksonville Beach, FL 32250
Casa Villa Venezia, Inc.	1548 Greens Way Jacksonville Beach, FL 32250

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Florida, for the foregoing uses and purposes this 14th day of July, 1999.

MEMBERS:

BENCHMARK HOMES OF PONTE VEDRA, INC.

By: William K. Jackson
William K. Jackson, its PRESIDENT
Date of Execution: 7/14/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 14th day of July, 1999, by William K. Jackson, the President of Benchmark Homes of Ponte Vedra, Inc., on behalf of the corporation. He is personally known to me or who has produced _____ as identification.



Leigh T. Flood
Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

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

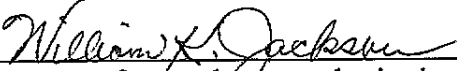
Lawrence R. Krum
Registered Agent

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CLERK OF CIRCUIT
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Villa Venezia, L.C. deposes and says:

- 1) the above named limited liability company has 2 members.
- 2) the total amount of cash contributed by the member(s) is \$949,900.00.
- 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 \$949,900.00. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.

(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA