

L99000004604

Paul C. Larsen
5809 Sea Grass Lane
Naples, FL 34116
(941) 352-9939

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-07/19/99--01053--008
*****35.00 *****35.00

July 16, 1999

To: Division of Corporations

800002934528--9
-07/19/99--01053--009
*****250.00 *****250.00

From: Paul C. Larsen

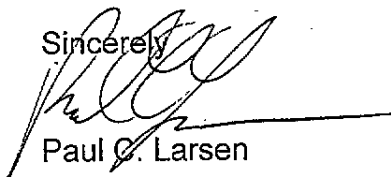
Re: Filing for Limited Liability Company

Enclosed please find Filing documents for the Ministry Partners, L.C. limited liability company.

Please call Paul C. Larsen at above location if there are any questions or deficiencies.

Thank you for your attention to this matter.

Sincerely,


Paul C. Larsen

FILED
99 JUL 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L99-4604

Name	AL 7-28
Availability	
Document Examined	AL
Updater	AL
Updater Verifier	AL
Acknowledgment	AL
W. P. Verifier	AL

ARTICLES OF ORGANIZATION OF
MINISTRY PARTNERS, L.C.

FILED
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SECRETARY OF
T. LAMARSH

The undersigned certify that more than one person have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. It is further declared that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Ministry Partners, L.C., and its principal office shall be located at 2854 Becca Avenue, in the City of Naples, County of Collier, State of Florida, but shall have the power and authority to establish branch offices in any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the Powers conferred by the laws of the State of Florida, and to do any and all things Set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, firm, partnership, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry out, exercise, or do.

ARTICLE III MANAGEMENT

This limited liability company shall be managed by one manager. The name and address of the person who shall serve is elected and qualified is as follows: David S. Steinberg, 2854 Becca Avenue, Naples, Florida, 34112.

ARTICLE IV EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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 19 JUL 19 PM 5:05
 COUNTY OF COLLEGE
 SECRETARY OF STATE

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI
DURATION

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

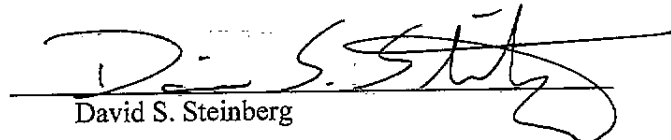
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2854 Becca Avenue, Naples, FL 34112, and the name of the company's initial registered agent at that address is David S. Steinberg.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Ministry Partners, L.C.

Executed by the undersigned at Naples, Florida, on the 9th day of July, 1999.


David S. Steinberg

STATE OF FLORIDA }
COUNTY OF COLLIER }

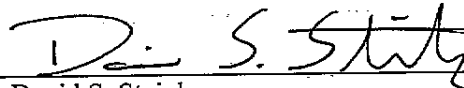
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability Company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Ministry Partners, L.C.

The name of the registered agent for Ministry Partners, L.C. is David S. Steinberg and the street address of the company's principal office where the agent is located is 2854 Becca Avenue, Naples, FL 34112.

This statement is to acknowledge that, as indicated above, Ministry Partners, L.C. appointed me, David S. Steinberg as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 9 day of July, 1999.


David S. Steinberg

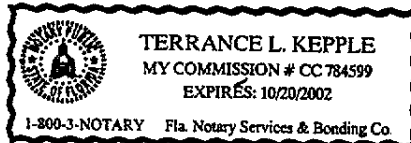
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The foregoing instrument was acknowledged before me by David S. Steinberg, this 9th day of July, 1999 on behalf of Ministry Partners, L.C., a limited liability company. David S. Steinberg is personally known to me or, if not personally known, has produced _____ as identification.


Notary Public Signature

Terrance L. Kepple
Notary Public Printed Name

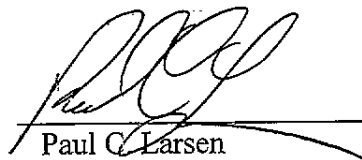
Notary Rubber Stamp Seal



STATE OF FLORIDA }
COUNTY OF COLLIER }

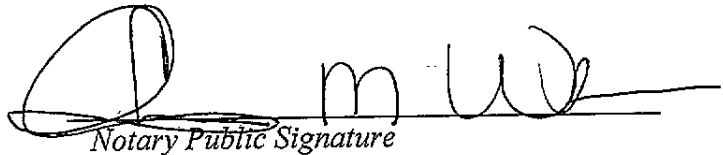
In Compliance with FS 608.407 (2), the undersigned member or authorized representative of a member of Ministry Partners, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$26,000.00
3. If any, the agreed value of property other than cash contributed by the members is \$0.0
4. The total amount of cash or property anticipated to be contributed by the members is \$26,000.00. This total includes the amounts from 2 and 3 above.


Paul C. Larsen

FILED
1999 JUL 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me by Paul C. Larsen, this 16th day of July, 1999 on behalf of Ministry Partners, L.C., a limited liability company. Paul C. Larsen is personally known to me or, if not personally known, has produced AKDL as identification.


Notary Public Signature

Christine M. Weaver
Notary Public Printed Name

Notary Rubber Stamp Seal

