



THE UNITED STATES
CORPORATION
COMPANY

L 99000004975

ACCOUNT NO. : 072100000032

REFERENCE : 336259 11812A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 285

ORDER DATE : August 10, 1999

ORDER TIME : 11:55 AM

ORDER NO. : 336259-005

CUSTOMER NO: 11812A

CUSTOMER: Berry J. Walker, Jr., Esq
WALKER AND ASSOCIATES, P.A.
WALKER AND ASSOCIATES, P.A.
Suite 216
235 South Maitland Ave.
Maitland, FL 32751

600002955946--9

DOMESTIC FILING

NAME: FOREST COVE AT WHIPPOORWILL,
LC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 10 PM 4:17

FILED

RECEIVED

99 AUG 13 PM 12:06

11/11 10/11

SL 8-11-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 10, 1999

CSC

SUBJECT: FOREST COVE AT WHIPPOORWILL, LC
Ref. Number: W99000018545

RESUBMIT
Please give original
submission date as file date.

We have received your document for FOREST COVE AT WHIPPOORWILL, LC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property 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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 999A00040428

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

FOREST COVE AT WHIPPOORWILL, LC

The undersigned Organizers/Organizing Members to these Articles of Organization, hereby form a limited liability company under the laws of the State of Florida and Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company shall be FOREST COVE AT WHIPPOORWILL, LC, a Florida limited liability company.

ARTICLE II - DURATION

The period of the limited liability company's existence shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE OF COMPANY

The mailing address and the street address of the principal office of the principal office of the limited liability company shall be 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751.

ARTICLE IV - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida for the limited liability company shall be:

Berry J. Walker, Jr., Esquire
Florida Bar Number 0742960
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751
Phone: (407) 644-6535
Fax: (407) 644-8369

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SECRETARY OF STATE

ARTICLE V - NATURE OF BUSINESS

This limited liability company may engage in or transact any and all lawful activities or business permitted under Chapter 608 of the Florida Statutes, the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE VI - RIGHTS OF MEMBERS TO ADMIT ADDITIONAL MEMBERS

The Managers of this limited liability company, who are also the Organizing Members, have the right to admit additional members to the limited liability company in their sole discretion, upon the unanimous consent of the Organizing Members of this limited liability company.

ARTICLE VII

RIGHT TO CONTINUE BUSINESS OF THE LIMITED LIABILITY COMPANY UPON THE DEATH, RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY OR DISSOLUTION OF A MEMBER OR THE OCCURRENCE OF ANY OTHER EVENT WHICH TERMINATED THE CONTINUED MEMBERSHIP OF A MEMBER IN THE LIMITED LIABILITY COMPANY

A. Right of Substitution. The right of a Member to substitute an assignee as contributor in his or her place, and the terms and conditions of the substitution are as follows:

1. A fully executed and acknowledged written instrument of assignment must be filed with the Organizing Members setting forth the intention of the assignor that the assignee become a Member in his or her place;

2. The assignor and the assignee must execute and acknowledge such other instruments as the Organizing Members may deem necessary or desirable to effect such admission, including the written acceptance and adoption by the assignee of the provisions of the Articles of Organization and a written opinion of counsel that the assignment does not violate any provision of federal, state or local law, ordinance, rule or code section, or any provision of the Articles of Organization;

3. A reasonable transfer fee shall have been paid to the limited liability company; and

4. The written consent of the Organizing Members to the substitution must be obtained, the denial of which is in the sole and absolute discretion of the Organizing Members.

B. Admission of Additional Members. The Managers of this limited liability company have the right to admit additional Members in their sole discretion.

C. Termination of Membership of a Member. The membership of a Member in this limited liability company may only be terminated upon the occurrence of any of the following events: death, retirement, resignation, expulsion by unanimous consent of the remaining Members of the limited liability company, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited

liability company. Upon the termination of a Member's membership in this limited liability company, the Organization shall, within 120 days following such termination, pay the fair market value of the terminated Member's interest in the limited liability company, to the Member, the Member's successors, heirs and/or assigns, as the case may be.

D. Right to Continue Business. All of the remaining Members of this limited liability company may elect to continue the business of this limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company, upon the vote of a majority of the remaining Members of this limited liability company.

COUNT VIII - MANAGEMENT OF THE ORGANIZATION

This limited liability company shall be managed by the Organizing Members, whose names and addresses are:

Name	% Interest	Address
Golden Florida Management, Inc., a Florida corporation	33 & 1/3%	1399 West State Road 434 Longwood, FL 32750
Berry J. Walker, Jr. and Janice G. Walker as Tenants by the Entireties	33 & 1/3%	235 South Maitland Ave. Suite 216 Maitland, Florida 32751
Ashley Ansara	33 & 1/3%	868 Paddington Terrace Heathrow, Florida 32746

The Organizing Members shall serve as the managers of the limited liability company until the first annual meeting of the members or until their successors are elected and qualify.

FILED

99 AUG 10 PM 4:17

CLERK OF COURT
PALM BEACH, FLORIDA

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 9 day of August, 1999.

ORGANIZING MEMBERS
and MANAGERS:

Ashley Ansara
Ashley Ansara

Berry J. Walker, Jr.
Berry J. Walker, Jr.

Janice G. Walker
Janice G. Walker

Golden Florida Management, Inc.,
a Florida corporation:

By Michael E. Murray, President
Michael E. Murray, President

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 9 day of August, 1999, by Ashley Ansara, who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced FL Driver's License as identification.

Lorraine D. Wilson
NOTARY PUBLIC

LORRAINE D. WILSON
(typed-printed or stamped name of Notary)
My Commission Expires:



STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 9 day of August, 1999, by Berry J. Walker, Jr., who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification

Lorraine D. Wilson
NOTARY PUBLIC

LORRAINE D. WILSON
(typed-printed or stamped name of Notary)
My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 10 PM 4:17

FILED

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 9 day of August, 1999, by Tanice G. Walker, who did take an oath.

Check One:

He/she is personally known to me; or
He/she has produced _____ as identification.

Lorraine D. Wilson
NOTARY PUBLIC LORRAINE D. WILSON

(typed-printed or stamped name of Notary)
My Commission Expires:

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 9 day of August, 1999, by Michael E. Murray who did take an oath.

Check One:

He/she is personally known to me; or
He/she has produced _____ as identification.

Lorraine D. Wilson
NOTARY PUBLIC LORRAINE D. WILSON

(typed-printed or stamped name of Notary)
My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan 11, 2000



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

FILED
99 AUG 10 PM 4:17
CLERK OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "1"
MEMBERS/ORGANIZING MEMBERS AND
PERCENTAGE OF OWNERSHIP OF EACH

Name	% Interest	Address
Golden Florida Management, Inc., a Florida corporation	33 & 1/3%	1399 West State Road 434 Longwood, FL 32750
Berry J. Walker, Jr. and Janice G. Walker as Tenants by the Entireties	33 & 1/3%	235 South Maitland Ave. Suite 216 Maitland, Florida 32751
Ashley Ansara	33 & 1/3%	868 Paddington Terrace Heathrow, Florida 32746

FILED
99 AUG 10 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "2"
CAPITAL CONTRIBUTIONS/INITIAL CAPITAL ACCOUNTS

Name	Capital Account
Golden Florida Management, Inc., a Florida corporation	0.00
Berry J. Walker, Jr. and Janice G. Walker as Tenants by the Entireties	0.00
Ashley Ansara	\$65,000.00


FILED
99 AUG 10 PM 4: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, Chapter 608 of the Florida Statutes. **FOREST COVE AT WHIPPOORWILL, LC**, a Florida limited liability company, organizing under the laws of the State of Florida with its principal office located at 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, has named Berry J. Walker, Jr., whose address is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, as its Agent to accept service of process within this State.

ACCEPTANCE:

I, Berry J. Walker, Jr., agree to act as the Registered Agent of **FOREST COVE AT WHIPPOORWILL, LC**, a Florida limited liability company, and I agree to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law. I am familiar with, and accept the obligations of the position of Registered Agent of **FOREST COVE AT WHIPPOORWILL, LC**, a Florida limited liability company.


Berry J. Walker, Jr., Esquire
Florida Bar Number 0742960
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751
Phone: (407) 644-6535
Fax: (407) 644-8369

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 9 day of August, 1999, by BERRY J. WALKER, JR., who did take an oath.

Check One:

He/she is personally known to me; or
He/she has produced _____ as identification


NOTARY PUBLIC

LORRAINE D. WILSON

(typed-printed or stamped name of Notary)

My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

FILED

29 AUG 10 PM 4:17

AFFIDAVIT OF MEMBERSHIP WITH REGARD TO:
FOREST COVE AT WHIPPOORWILL, LC
A FLORIDA LIMITED LIABILITY COMPANY

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, personally appeared, Berry J. Walker, Jr., an Organizing Member of **FOREST COVE AT WHIPPOORWILL, LC**, a Florida limited liability company, who, upon first being duly sworn according law, deposes and says:

1. My name is Berry J. Walker, Jr., and I am over the age of twenty-one years, sui juris, and competent to make this affidavit from my own personal knowledge.

2. There are four Organizing Members of **FOREST COVE AT WHIPPOORWILL, LC**, a Florida limited liability company whose names and mailing addresses are as follows:

Name	% Interest	Address
Golden Florida Management, Inc., a Florida corporation	33 & 1/3%	1399 West State Road 434 Longwood, FL 32750
Berry J. Walker, Jr. and Janice G. Walker as Tenants by the Entireties	33 & 1/3%	235 South Maitland Ave. Suite 216 Maitland, Florida 32751
Ashley Ansara	33 & 1/3%	868 Paddington Terrace Heathrow, Florida 32746

3. As of the date of the filing of this Affidavit, the following persons have made contributions of capital to **FOREST COVE AT WHIPPOORWILL, LC**, a Florida limited liability company as follows:

Name	Capital Account
Golden Florida Management, Inc., a Florida corporation	0.00
Berry J. Walker, Jr. and Janice G. Walker as Tenants by the Entireties	0.00
Ashley Ansara	\$65,000.00

4. The agreed value of any property contributed by the members is NONE. It is anticipated that the Members shall make no further or additional contributions to FOREST COVE AT WHIPPOORWILL, LC, a Florida limited liability company.

5. This Affidavit is made for the purpose of complying with Chapter 608 of the Florida Statutes regarding formation of a limited liability company.

FURTHER AFFIANT SAYETH NOT.



Berry J. Walker, Jr.

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 9 day of August, 1999, by Berry J. Walker, Jr. who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.



NOTARY PUBLIC

LORRAINE D. WILSON
(typed-printed or stamped name of Notary)
My Commission Expires:



LORRAINE D WILSON
My Commission CC520702
Expires Jan. 11, 2000

FILED
99 AUG 10 PM 4:17
CLERK OF COUNTY
TALLAHASSEE, FLORIDA

EXHIBIT "1"
MEMBERS/ORGANIZING MEMBERS AND
PERCENTAGE OF OWNERSHIP OF EACH

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Ashley Ansara	33 & 1/3%	868 Paddington Terrace Heathrow, Florida 32746

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "2"
CAPITAL CONTRIBUTIONS/INITIAL CAPITAL ACCOUNTS

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Berry J. Walker, Jr. and Janice G. Walker as Tenants by the Entireties	0.00
Ashley Ansara	\$65,000.00

FILED
93 AUG 10 PM 4:17
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA