

Division of Corporations

Page 1 of 1

L99000005109

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000020468 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : ANNIS, MITCHELL, COCKEY, EDWARDS, & ROEHM A.
Account Number : 071600002745
Phone : (941) 489-1776
Fax Number : (941) 489-2444

RECEIVED
99 AUG 17 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	MJH
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

LIMITED LIABILITY COMPANY

UNIVERSITY VILLAGE, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$337.50

File no.: 7019.047

Asst: CDZollman

FILED
99 AUG 17 PM 12:44
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

H990000204687

**ARTICLES OF ORGANIZATION
OF
UNIVERSITY VILLAGE, L.L.C.**

1. **Name.** The name of this limited liability company is University Village, L.L.C., a Florida limited liability company (the "Company").
2. **Duration.** The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State
3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. **Place of Business.** The mailing and street address of the Company's principal office is 10801 Corkscrew Road, Suite 199, Estero, Florida 33921.
5. **Registered Agent and Office.** The name of the initial registered agent of the Company is Michael J. Ciccarone, Esquire. The street address of the initial registered agent of the Company is One University Park, Suite 600, 12800 University Drive, Fort Myers, Florida 33907.
6. **Contributions to the Company.** The total amount of cash initially contributed to the Company by the members is one thousand dollars (\$1,000). No additional contributions have been agreed upon.
7. **Additional Members.** Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
8. **Termination of Membership.** Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.
9. **Management of the Company.** The Company shall be managed by member or members in accordance with the regulations adopted by all of the members. The name and address of the initial member are:

Miromar Holdings, Inc.
10801 Corkscrew Road, Suite 199
Estero, Florida 33921

Michael J. Ciccarone, Esq.
12800 University Drive, Suite 600
Fort Myers, FL 33907
Ph: (941) 489-1776
FL Bar No.: 437646

H990000204687

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 AUG 17 PM 12:44

H990000204687

10. Regulations. The member or members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

11. Voting. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

12. Certificated Interests. The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization on the 17th day of August, 1999.

Member:

Miromar Holdings, Inc.

By: 

H. Georges Charni, Vice President

H990000204687

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for University Village, L.L.C., at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Michael J. Ciccarone, Esquire,
Registered Agent

Dated: August 17, 1999

H990000204687

AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)

H. Georges Chami, as Vice President of Miromar Holdings, Inc., the initial member of University Village, L.L.C., a Florida limited liability company (hereinafter referred to as the "Company") makes the following affidavit:

1. The Company has at least one (1) member.
2. The members of the Company have contributed a total of one thousand dollars (\$1,000) of cash to the Company.
3. No additions of cash or other property have been agreed upon.

Executed on August 17, 1999.

Member:

Miromar Holdings, Inc.

By:

H. Georges Chami, Vice President

H990000204687