



THE UNITED STATES  
CORPORATION  
COMPANY

# L99000005306

ACCOUNT NO. : 072100000032

REFERENCE : 353491 4352702

AUTHORIZATION :

*Patricia Pizot*

COST LIMIT : \$ 337.50

ORDER DATE : August 25, 1999

ORDER TIME : 12:19 PM

ORDER NO. : 353491-005

000002969910--5

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis  
WILLIAMS PARKER HARRISON DIETZ  
WILLIAMS PARKER HARRISON DIETZ  
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: CITRUS POINTE, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

*6/25/99*

99 AUG 25 PM 4: 00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 AUG 25 PM 12: 54

RECEIVED

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
CITRUS POINTE, L.L.C.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 25 PM 4:00

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of the Company is Citrus Pointe, L.L.C.
2. Duration. The existence of the Company shall begin on the date of filing of these Articles of Organization with the Department of State of the State of Florida, and shall be perpetual.
3. Principal Office. The mailing address and the street address of the principal office of the Company is:

5991 Cattleridge Boulevard  
Sarasota, Florida 34232

4. Managers. The Company is to be managed by the managers. The names and addresses of the managers who are to serve until the first annual meeting of members, or until his successor is elected and qualifies, whichever shall first occur, are as follows:

Howard A. Seider	5991 Cattleridge Boulevard Sarasota, Florida 34232
Patricia A. Tyler	5991 Cattleridge Boulevard Sarasota, Florida 34232
William M. Seider	4552 Camino Real Sarasota, Florida 34232

5. Additional Members. The existing members of the Company may admit additional members upon the unanimous consent of the then existing members and payment of a capital contribution by the new members, in cash or property, to be determined at the time of such admission by the then existing members.

6. Continuation of Business. In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of the Company, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall continue in existence and the remaining members may continue the business of the Company unless the majority-in-interest of the then remaining members consent in writing to the dissolution of the Company.

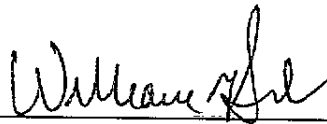
7. Amendment. These Articles of Organization may be amended in the manner provided in the Regulations of the Company.

8. Registered Agent. The name of the initial registered agent, and the address of the initial registered office, of the Company is:

William M. Seider  
200 South Orange Avenue  
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that he is familiar with and accepts the obligations of that position.

In witness whereof, the undersigned has executed these Articles of Organization this 24<sup>th</sup> day of August, 1999.

  
\_\_\_\_\_  
William M. Seider  
Member and Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 25 PM 4:00

LAF-365928

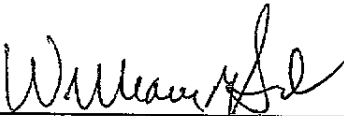
LIMITED LIABILITY COMPANY AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF SARASOTA

William M. Seider, a member of Citrus Pointe, L.L.C., a Florida limited liability company (the "Company") deposes and says:

1. The Company has at least two members.
2. No cash or other property is being contributed by the members at the time of formation.
3. \$300,000.00 is anticipated to be contributed by the members.
4. There is anticipated to be no property other than cash to be contributed by the members.

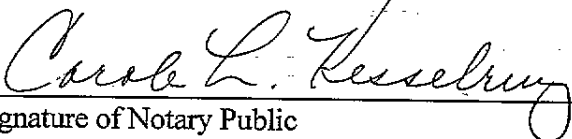
Signed this 24<sup>th</sup> day of August, 1999,

  
\_\_\_\_\_  
William M. Seider  
Member

SWORN TO AND SUBSCRIBED before me this 24<sup>th</sup> day of August, 1999 by William M. Seider, who is personally known to me or who has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



  
\_\_\_\_\_  
Signature of Notary Public

Carole L. Kesselring  
\_\_\_\_\_  
Print Name of Notary Public

I am a Notary Public of the State of \_\_\_\_\_,  
and my commission expires on \_\_\_\_\_.