

L99000005326

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

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

1- BLUEFISH LAGOON L.C

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input 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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-08/26/99--01026--022  
\*\*\*\*\*337.50 \*\*\*\*\*337.50

FILED  
99 AUG 26 PM 1:15  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
99 AUG 26 AM 10:28  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

SL  
8-26-99

**ARTICLES OF ORGANIZATION OF BLUEFISH LAGOON, L.C.  
A LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I — Name:**

The name of the Limited Liability Company is: BLUEFISH LAGOON, L.C.

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

Bluefish Lagoon, L.C.  
2704 Hibiscus Court  
Punta Gorda, Florida 33950

**ARTICLE III — Duration:**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV — Management:**

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Palm Venture Partners 1, Ltd., a Florida limited partnership  
2704 Hibiscus Court  
Punta Gorda, Florida 33950

Middlesex Gardens, LLC, a New York limited liability company  
Post Office Box 27  
Fredonia, New York 14063

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**ARTICLE V — Admission of Additional Members:**

No member shall have the right to admit additional members without the consent of a majority in interest of the other members.

**ARTICLE VI — Members' Rights to Continue Business**

The remaining members of the Limited Liability Company shall have the right to continue the business on 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 in the limited liability company as provided in the Regulations.

### ARTICLES VII - Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

### ARTICLE VII — Affidavit of Membership and Contributions

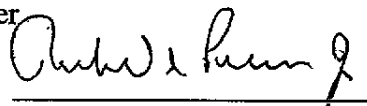
The undersigned member or authorized representative of a member of Bluefish Lagoon, L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 10,000.00;
- 3) if any, the agreed value of property other than cash \$ None;  
contributed by member(s) is (A description of the property  
attached and made a part hereto); and
- 4) the total amount of cash and property contributed and  
anticipated to be contributed by member(s) is \$ 10,000.00.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 24<sup>th</sup> day of August, 1999.

PALM VENTURE PARTNERS 1, Ltd., a  
Florida limited partnership, Member-Manager

By: PALM FLORIDA MANAGEMENT,  
INC., a Florida corporation, limited  
partner

By:   
Richard D. Palmer, Jr.  
President

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATING A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BLUEFISH LAGOON, L.C.
2. The name and address of the registered agent and office is:

Jack O. Hackett II  
Farr Law Firm  
115 W. Olympia Avenue  
Punta Gorda, Florida 33950

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.*

  
\_\_\_\_\_  
Jack O. Hackett II

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