



THE UNITED STATES  
CORPORATION  
COMPANY

99000007694

ACCOUNT NO. : 072100000032

REFERENCE : 478323 81382A

AUTHORIZATION :

*Patricia Pigatto*

COST LIMIT : \$ 125

ORDER DATE : November 11, 1999

ORDER TIME : 2:59 PM

ORDER NO. : 478323-005

CUSTOMER NO: 81382A

800003042048--5

CUSTOMER: Michael F. Dignam, Esq  
MICHAEL F. DIGNAM, ESQ  
MICHAEL F. DIGNAM, ESQ  
1601 Hendry Street

Fort Myers, FL 33901

DOMESTIC FILING

NAME: MAMIE WEEKS FAMILY L.L.C.

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:

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99 NOV 12 AM 9:02  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
99 NOV 12 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*11/12*

**ARTICLES OF ORGANIZATION  
OF  
MAMIE WEEKS FAMILY L.L.C.**

The undersigned certify that we have associated ourselves 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. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**1 NAME**

- 1.1 The name of the limited liability company shall be **Mamie Weeks Family L.L.C.**

**2 PRINCIPAL PLACE OF BUSINESS**

2.1 The principal place of business shall be located at 16517 Vanderbilt Drive, Suite 2, P.O.Box 366487 Bonita Springs, Florida 34136, but the limited liability company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**3 PURPOSES AND POWERS**

3.1 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:

3.2 To engage in any activity or business authorized under the Florida Statutes.

3.3 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.

3.4 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.

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TALLAHASSEE FLORIDA

3.5 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.

3.6 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, partnership, firm, 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.

3.7 To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the 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.

3.8 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.

3.9 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 on, exercise, or do.

#### 4 EXERCISE OF POWERS

4.1 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 the affirmative vote of **Sixty-seven percent (67%)** of the members of the limited liability company.

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## 5 MANAGEMENT

5.1 Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

- 5.1.1 Amber J. Vojak, Trustee of the Mary A. Weeks Revocable Trust Agreement dated August 23, 1994, as amended, 16517 Vanderbilt Drive, Suite 2, P.O. Box 366487 Bonita Springs, Florida 34136

## 6 MEMBERSHIP RESTRICTIONS

6.1 New members may be admitted at any time. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

6.2 A member's interest in the limited liability company may be sold or otherwise transferred, but is subject to rights of first refusal in the limited liability company and the other members of the limited liability company, as provided in the regulations.

6.3 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 with the consent of **fifty-one percent (51%)** of the remaining members.

## 7 CAPITAL CONTRIBUTIONS

7.1 Capital contributions with a value of \$880,000 shall be transferred to the limited liability company by the member. This shall consist of real property located in Lee County, Florida. Additional contributions may be made as required for investment purposes, as determined by vote of **fifty-one percent (51%)** of the members. Members will make contributions in equal shares based upon their percentage ownership interest in the Company.

## 8 PROFITS AND LOSSES

8.1 *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall

be entitled to an equal distributive share of the profits based upon the individual members percentage of ownership of the company. The distributive shares of the profits shall be determined and paid to the members at least as often as annually.

8.2 Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members based upon the individual members percentage of ownership of the company.

## 9 DURATION

9.1 This limited liability company shall exist until January 1, 2015 or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

## 10 INITIAL REGISTERED OFFICE AND REGISTERED AGENT

10.1 The address of the initial registered office of the limited liability company is 1601 Hendry Street, Fort Myers, Lee County, Florida 33901, and the name of the company's initial registered agent at that address is **Michael F. Dignam**.

10.2 The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **Mamie Weeks Family L.L.C.**

Executed by the undersigned at Fort Myers, Florida on November 9<sup>th</sup>, 1999.

Witnesses:

Bethany L. Lutz  
Rebecca M. DeBancos

Amber J. Vojak  
Amber J. Vojak

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TALLAHASSEE FLORIDA

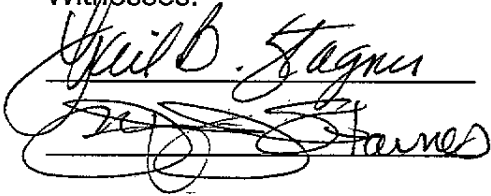
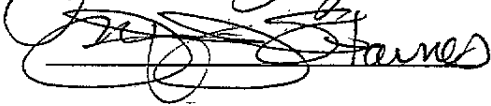
Mamie Weeks Family L.L.C.

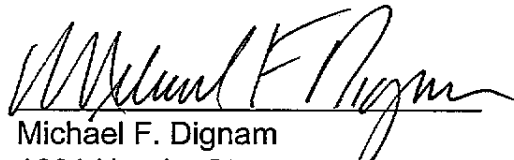
Acceptance by Registered Agent

I, Michael F. Dignam, whose address 1601 Hendry Street, Fort Myers, Florida 33901, state that I am familiar with and accept the duties and responsibilities as registered agent for the Mamie Weeks Family L.L.C..

I have made this acceptance on November 10, 1999.

Witnesses:

  
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\_\_\_\_\_  
Michael F. Dignam  
1601 Hendry Street  
Fort Myers Florida 33901

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