

**1990000008040**  
*Woodward, Pires & Lombardo, P.A.*  
ATTORNEYS-AT-LAW

CO. R. WOODWARD  
MARK J. WOODWARD  
ANTHONY P. PIRES, JR. \*\*  
J. CHRISTOPHER LOMBARDO  
STEVEN V. BLOUNT  
JOHN A. GARNER\*\*\*  
CARRIE E. LADEMAN  
PAUL L. KUTCHER\*\*\*\*

BURT L. SAUNDERS  
OF COUNSEL

November 18, 1999

Via Federal Express No. 809683305790

Division of Corporations  
409 East Gaines  
Tallahassee, FL 32314

\* Board Certified Real  
Estate Attorney  
\*\* Board Certified City,  
County and Local  
Government Attorney  
\*\*\* Also admitted in  
Indiana and Georgia  
\*\*\*\* Also admitted in  
Pennsylvania

Ladies/Gentlemen:

Re: Articles of Organization  
Poggenpohl Naples, L.C.

700003049887--0  
-11/13/99--01073--013  
\*\*\*\*155.00 \*\*\*\*155.00

Enclosed are the original and one copy of the Articles of Organization  
for the referenced limited liability company together with a check in  
the amount of \$155.00 to cover the fees for filing the Articles.

**MJH**

After filing, please return a date-stamped copy to our office. Should  
you have any questions, do not hesitate in contacting me.

Very truly yours,



Carrie E. Lademan

Enclosures as stated

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 19 PM 4:03

Please Respond to: Pelican Bay

Pelican Bay  
Marco Island

801 Laurel Oak Dr., Suite 710, Naples, FL 34108 (941) 566-3131 Fax (941) 566-3161  
606 Bald Eagle Dr., Suite 500, P.O. Box 1, Marco Island, FL 34146 (941) 394-5161 Fax (941) 642-6402

**ARTICLES OF ORGANIZATION  
OF  
POGGENPOHL NAPLES, L.C.**

In order to form a limited liability company pursuant to the Florida Limited Liability Company Act, Florida Statutes § 608.401 *et seq.* (the "Act"), the undersigned hereby executes these Articles of Organization in accordance with the provisions of Section 608.407 of the Act.

**ARTICLE I:  
NAME**

The name of the Limited Liability Company is: Poggenpohl Naples, L.C.

**ARTICLE II:  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 801 Laurel Oak Drive, Suite 710, Naples, Florida 34108.

**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 one of its members, whose name and address is: Monty Richards, at 694 Lambton Lane, Naples, Florida 34104.

**ARTICLE V:  
ADMISSION OF ADDITIONAL MEMBERS**

Upon approval by all of the members, the company is authorized to admit additional members to the Company. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

**ARTICLE VI:  
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the 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.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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These articles are executed this 18<sup>th</sup> day of November, 1999, by one of the undersigned Initial Members of Poggenpohl Naples, L.C. pursuant to the Florida Limited Liability Company Act, Florida Statute § 608.401 *et seq.*

Joseph A. Novella  
Printed Name: Joseph A. Novella

Tara Nesselstein  
Printed Name: Tara Nesselstein

Mark J. Woodward  
Mark J. Woodward

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of November, 1999, by Mark J. Woodward, who is personally known to me.



Carrie E. Lademan  
Signature of Notary Public  
Printed, Typed or Stamped Commissioned  
Name of Notary Public: (SEAL)

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

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

1. The name of the limited liability company is: Poggenpohl Naples, L.C.
2. The name and address of the registered agent and office is: Mark J. Woodward, Esquire, Woodward, Pires & Lombardo, P.A., 801 Laurel Oak Drive, Suite 710, Naples, FL 34108.

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 appointments 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 as provided for in the Act.

Mark J. Woodward  
Mark J. Woodward  
Date: November 18, 1999