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1 December 1999

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****160.00 ****155.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314


Re: Pinebrooke Lakes Management, LLC

Please find enclosed a check totaling \$160.00 payable to the Florida Department of State for the following:

\$100.00 Filing Fee for Articles of Organization
25.00 Designation of Registered Agent
5.00 Certificate of Status
30.00 Certified Copy
\$160.00

Thank you for your assistance.

Sincerely yours


Stephen R. Foster
Registered Agent

FILED
99 DEC -7 PM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
12/8

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Pinebrooke Lakes Management, LLC.

Enclosed are an original and two (2) copies.

Filing fee for articles of organization of Florida Limited Liability Company:

\$100.00 Filing fee for Articles of Organization
\$ 25.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$5 if a certificate of status is needed. The fee for a certified copy is \$30.

Please send one check for the total amount made payable to the Florida Department of State.

FILED
99 DEC -7 PM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: Stephen R. Foster
Name

8889 Pelican Bay Blvd., Suite 400
Address

Naples, Florida 34108
City, State, Zip

(941) 594-6998 Fax (941) 594-6982
Daytime Telephone Number

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is: Pinebrooke Lakes Management, LLC

ARTICLE II – Address:

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

8889 Pelican Bay Blvd., Suite 400
Naples, Florida 34108

ARTICLE III – Registered Agent:

The name and street address of the initial registered agent are:

Stephen R. Foster
711 Ketch Drive
Naples, Florida 34103

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV – Management:

(Check the appropriate)

The Limited Liability Company is to be a manger- managed company.

☒ The Limited Liability Company is to be managed by the members.

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the fact stated herein are true.



Stephen R. Foster

**CERTIFICATE OF DESIGNATION OF
REGISTERD AGENT/REGISTERD OFFICE**

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

1. The name of the limited liability company is: Pinebrooke Lakes Management, LLC
2. The name and the Florida street address of the registered agent are:

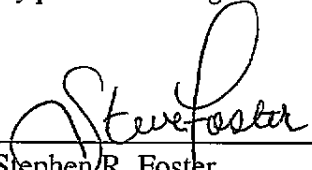
Stephen R. Foster
Name

711 Ketch Drive
Florida Street Address

Naples, Florida 34108
City, State, Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated; limited l; liability company at the place designated this certificate, I hereby accept the appointment as registered agent and agree to act in this proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Stephen R. Foster