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09 SEP 15 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

M. THOMAS

SEP 16 2008

EXAMINER

LAW OFFICES OF
Van Winkle & Sams, P.A.
2815 PROCTOR ROAD
SARASOTA, FL 34231

Lainie Van Winkle-of Counsel
Laurie B. Sams
Melissa A. Volk

TEL. 941-923-1685
FAX. 941-923-0174
Lvanwinkle23@gmail.com
lauriesams@comcast.net
melissavolk@comcast.net

September 11, 2008

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

Re: Application by Foreign Limited Liability Company to
File Amendment to Application for Authorization to Transact
Business in Florida
F & W Florida Properties, LLC

FILED
09 SEP 15 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs:

Enclosed please find the completed application described above along with the necessary documentation from the State of Michigan pertaining to C & W Florida Properties, LLC for filing. I have included a copy for conforming. Once the amendment has been filed we kindly request the return of the conformed copy in the pre-addressed, stamped envelope provided herein.

Also included please find a check made payable to your order in the amount of \$25.00, the cost for filing the enclosed document.

Should you have any questions or comments, please do not hesitate to contact our office.

Sincerely yours,



Dina M. Volack
Legal Assistant

/dmv
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: F & W Florida Properties, LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Laurie B. Sams, Esquire
(Name of Person)

Van Winkle & Sams, P.A.
(Firm/Company)

2815 Proctor Road
(Address)

Sarasota, FL 34231
(City/State and Zip Code)

For further information concerning this matter, please call:

Laurie B. Sams, Esquire at (941) 923-1685
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- ☒ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

FILED
09 SEP 15 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: F & W Florida Properties, LLC
2. Jurisdiction of its organization: Michigan
3. Date authorized to do business in Florida: August 23, 2004

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? March 11, 2008
5. New name of the limited liability company: C & W Florida Properties, L.L.C.
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

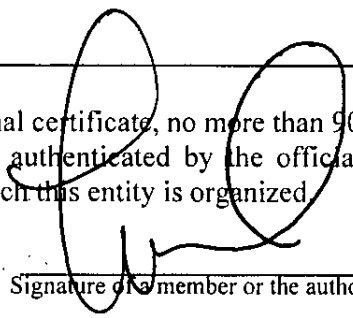
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

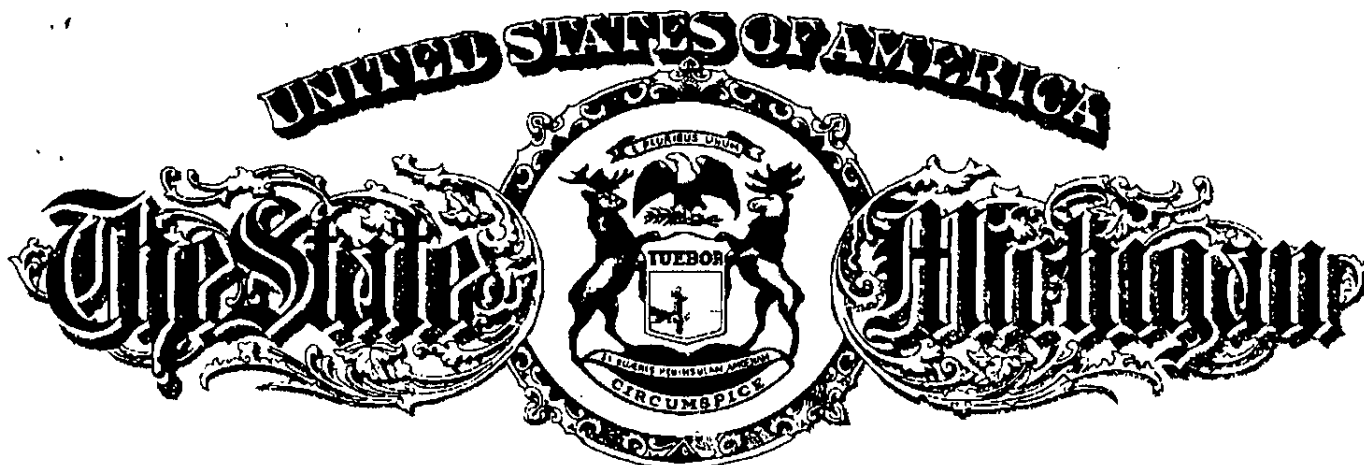

Signature of a member or the authorized representative of a member

Walter Michal, Member

Typed or printed name of signee

Filing Fee: \$25.00

FILED
09 SEP 15 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 2nd day of September, 2008

Andrew L. Mitchell, Director

Bureau of Commercial Services

Michigan Department of Labor & Economic Growth

Filing Endorsement

This is to Certify that the CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORG.

for

C & W FLORIDA PROPERTIES, L.L.C.

ID NUMBER: B7559Q

received by facsimile transmission on March 10, 2008 is hereby endorsed

Filed on March 11, 2008 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 11TH day of March, 2008.

, Director

Bureau of Commercial Services

BCS/CD-715 (Rev. 12/05)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES		
Date Received	(FOR BUREAU USE ONLY)	
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name L. Gene DeAgostino		
Address 3001 W. Big Beaver Rd. Ste 704		
City Troy	State MI	Zip Code 48084
EFFECTIVE DATE:		

Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION
For use by Limited Liability Companies

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned limited liability company executes the following Certificate of Amendment:

1. The present name of the limited liability company is:

F & W Florida Properties, L.L.C.

2. The identification number assigned by the Bureau is:

B7559Q

3. The date of filing of its original Articles of Organization was: May 5, 2004

4. Article 1 of the Articles of Organization is hereby amended to read as follows:

The name of the Limited Liability Company is C & W Florida Properties, L.L.C.

5. ☐ The amendment was approved by a majority in interest if an operating agreement authorizes amendment of the articles of organization by majority vote.

☒ The amendment was approved by unanimous vote of all of the members entitled to vote.

This Certificate is hereby signed as required by Section 103 of the Act.

Signed this 25th day of February, 2008

By

(Signature of Member, Manager, or authorized agent)

Walter E. Michal, Member

(Type or Print Name and capacity)

03/10/2008 2:34PM

Michigan Department of Labor & Economic Growth

Filing Endorsement

This is to Certify that the CERTIFICATE OF RESTORATION (DOMESTIC)

for

C & W FLORIDA PROPERTIES, L.L.C.

ID NUMBER: B7559Q

received by facsimile transmission on March 10, 2008 is hereby endorsed

Filed on March 11, 2008 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 11TH day of March, 2008.



, Director

Bureau of Commercial Services

BCS/CD-770 (06/06)

MICHIGAN DEPARTMENT OF LABOR AND ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES							
DATE RECEIVED	(FOR BUREAU USE ONLY)						
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.						
<table border="1"><tr><td colspan="2">NAME L. Gene DeAgostino</td></tr><tr><td colspan="2">ADDRESS 3001 W. Big Beaver Rd. Suite 704</td></tr><tr><td>CITY Troy</td><td>STATE ZIP CODE MI 48084</td></tr></table>		NAME L. Gene DeAgostino		ADDRESS 3001 W. Big Beaver Rd. Suite 704		CITY Troy	STATE ZIP CODE MI 48084
NAME L. Gene DeAgostino							
ADDRESS 3001 W. Big Beaver Rd. Suite 704							
CITY Troy	STATE ZIP CODE MI 48084						
EFFECTIVE DATE:							

Document will be returned to the name and address you enter above.
If left blank, document will be mailed to the registered office.

CERTIFICATE OF RESTORATION OF GOOD STANDING
For use by Domestic Limited Liability Companies
(Please read Information and Instructions on the last page)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned limited liability company executes the following Certificate:

1. The name of the limited liability company is: F & W Florida Properties, L.L.C.
2. The identification number assigned by the Bureau is: <div style="border: 1px solid black; padding: 2px; display: inline-block;">B7559Q</div>
3. Complete this item only if the name in item 1 is no longer available for use. The Articles of Organization are hereby amended as follows:
4. a. The name of the resident agent is: <u>Walter Michal</u>
b. The address of the registered office is: <u>44700 N I-94 Service Dr.</u> <u>Belleville</u> <u>48112</u> <small>(Street Address) (City) , Michigan (ZIP Code)</small>
c. The mailing address of the registered office IF DIFFERENT THAN 4B is: <u>P.O. Box 770</u> <u>Belleville</u> <u>48112</u> <small>(Street Address or P.O. Box) (City) , Michigan (ZIP Code)</small>
5. The limited liability company states that the certificate is accompanied by the annual statements and applicable fees for all of the years for which statements were not filed and fees were not paid.
6. The professional limited liability company states that the certificate is accompanied by the annual reports, annual statements and applicable fees for all of the years for which annual reports and annual statements were not filed and fees were not paid and applicable penalty fees.

Signed this 3rd day of March 2008
By Walter Michal, Member
(Signature of Member, Manager, or Authorized Agent) (Type or Print Name and Capacity)

03/10/2008 2:34PM

03/03/2008 10:32:46 AM

FAXCOM

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BCS00-2700 (04/07) MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH
LIMITED LIABILITY COMPANY ANNUAL STATEMENT

2008Due February 15, 2008 File Online at www.michigan.gov/fileonline

Identification Number B7559Q	Limited Liability Company Name F & W FLORIDA PROPERTIES, L.L.C.		
1. Resident agent name and mailing address of the registered office FORREST SCOTT P.O. BOX 770 BELLEVILLE MI 48112		If different than 1, change resident agent and mailing address of registered office in MICHIGAN. Walter Michal P.O. Box 770 Belleville, MI 48112	
2. The address of the registered office 44700 N I-94 SERVICE DR BELLEVILLE MI 48111		If different than 2, change address of registered office (number, street, city, state, zip) in MICHIGAN.	
3. Signature of authorized member, manager or agent. Walter P. Michal		Title Member	Date 3/3/2008
		Phone (Optional)	

Filing Fee: \$25.00

Annual Statement Due February 15, 2008.

Annual Statement Must Be Signed

Domestic: Signature of a manager if management is vested in managers, by at least 1 member if management remains in the members or by an authorized agent of the domestic limited liability company.

Foreign: Signature of a person with authority to do so under the laws of the foreign limited liability company's jurisdiction of organization.

Make your check or money order payable to the State of Michigan.

Return to: Department of Labor & Economic Growth
Bureau of Commercial Services
Corporation Division
P.O. Box 30768
Lansing MI 48909
(517) 241-6470

Required by Section 207, Act 23, Public Acts of 1993

03/10/2008 2:34PM

03/03/2008 10:32:46 AM

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BCSACD-2700 (04/07) MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH
LIMITED LIABILITY COMPANY ANNUAL STATEMENT

2007

Due February 15, 2007 File Online at www.michigan.gov/fileonline

Identification Number B7559Q	Limited Liability Company Name F & W FLORIDA PROPERTIES, L.L.C.		
1. Resident agent name and mailing address of the registered office FORREST SCOTT P.O. BOX 770 BELLEVILLE MI 48112		If different than 1, change resident agent and mailing address of registered office in MICHIGAN.	
2. The address of the registered office 44700 N L84 SERVICE DR BELLEVILLE MI 48111		If different than 2, change address of registered office (number, street, city, state, zip) in MICHIGAN.	
3. Signature of authorized member, manager or agent. <i>Walter E. Michel</i>		Title Member	Date 3/3/2008
		Phone (Optional)	

Filing Fee: \$25.00

Annual Statement Due February 15, 2007.

Annual Statement Must Be Signed**Domestic:** Signature of a manager if management is vested in managers, by at least 1 member if management remains in the members or by an authorized agent of the domestic limited liability company.**Foreign:** Signature of a person with authority to do so under the laws of the foreign limited liability company's jurisdiction of organization.

Make your check or money order payable to the State of Michigan.

Return to: Department of Labor & Economic Growth
Bureau of Commercial Services
Corporation Division
P.O. Box 30768
Lansing MI 48908
(517) 241-6470

Required by Section 207, Act 23, Public Acts of 1993

03/10/2008 2:34PM

03/03/2008 10:32:46 AM

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PAGE 8 OF 9

BCSCD-2700 (04/07) MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH
LIMITED LIABILITY COMPANY ANNUAL STATEMENT**2006**Due February 15, 2006 File Online at www.michigan.gov/fileonline

Identification Number B7559Q		Limited Liability Company Name F & W FLORIDA PROPERTIES, L.L.C.	
1. Resident agent name and mailing address of the registered office FORREST SCOTT P.O. BOX 770 BELLEVILLE MI 48112		If different than 1, change resident agent and mailing address of registered office in MICHIGAN.	
2. The address of the registered office 44700 N-1-84 SERVICE DR BELLEVILLE MI 48111		If different than 2, change address of registered office (number, street, city, state, zip) in MICHIGAN.	
3. Signature of authorized member, manager or agent. Walter S. Michal	Title Member	Date 3/3/2008	Phone (Optional)

Filing Fee: \$25.00

Annual Statement Due February 15, 2006.

Annual Statement Must Be Signed**Domestic:** Signature of a manager if management is vested in managers, by at least 1 member if management remains in the members or by an authorized agent of the domestic limited liability company.**Foreign:** Signature of a person with authority to do so under the laws of the foreign limited liability company's jurisdiction of organization.

Make your check or money order payable to the State of Michigan.

Return to: Department of Labor & Economic Growth
Bureau of Commercial Services
Corporation Division
P.O. Box 50768
Lansing MI 48909
(517) 241-6470

Required by Section 207, Act 23, Public Acts of 1993

03/10/2008 2:34PM

03/03/2008 10:32:46 AM

FAXCOM

PAGE 9 OF 9

BOSCO-2700 (04/07) MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH
LIMITED LIABILITY COMPANY ANNUAL STATEMENT**2005**Due February 15, 2005 File Online at www.michigan.gov/fileonline

Identification Number B7559Q		Limited Liability Company Name F & W FLORIDA PROPERTIES, L.L.C.	
1. Resident agent name and mailing address of the registered office FORREST SCOTT P.O. BOX 770 BELLEVILLE MI 48112		If different than 1, change resident agent and mailing address of registered office in MICHIGAN.	
2. The address of the registered office 44700 N 184 SERVICE DR BELLEVILLE MI 48111		If different than 2, change address of registered office (number, street, city, state, zip) in MICHIGAN.	
3. Signature of authorized member, manager or agent. Walter E. Michal	Title Member	Date 3/3/2008	Phone (Optional)

Filing Fee: \$25.00

Annual Statement Due February 15, 2005.

Annual Statement Must Be Signed**Domestic:** Signature of a manager if management is vested in managers, by at least 1 member if management remains in the members or by an authorized agent of the domestic limited liability company.**Foreign:** Signature of a person with authority to do so under the laws of the foreign limited liability company's jurisdiction of organization.

Make your check or money order payable to the State of Michigan.

Return to: Department of Labor & Economic Growth
Bureau of Commercial Services
Corporation Division
P.O. Box 30768
Lansing MI 48906
(517) 241-6470

Required by Section 207, Act 23, Public Acts of 1993

03/10/2008 2:34PM

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION AND LAND DEVELOPMENT BUREAU**

Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Ward M. Powers, P.C.	
Address 302 W. Main St.	
City	State Zip Code
Northville, MI	48167
EFFECTIVE DATE:	

 Tran Info: 1 9364723-1 04/30/04
 Chk#: 68659 Amt: \$50.00
 ID: WALT NICHOLS RV CENTER
FILED

MAY 05 2004

 ADMINISTRATION
 BUREAU OF CONSUMER SERVICES

Document will be returned to the name and address you enter above.
 If left blank document will be mailed to the registered office.

ARTICLES OF ORGANIZATION**For use by Domestic Limited Liability Companies**

(Please read information and instructions on last page)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned execute the following Articles:

B 75590

ARTICLE IThe name of the limited liability company is: F & W Florida Properties, L.L.C.**ARTICLE II**

The purpose or purposes for which the limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

Ownership of investment properties.

ARTICLE III

The duration of the limited liability company if other than perpetual is: _____

ARTICLE IV

1. The street address of the location of the registered office is:

44700 N. I-94 Service Drive, Belleville, Michigan 48111
(Street Address) (City) (ZIP Code)

2. The mailing address of the registered office if different than above:

P.O. Box 770, Belleville, Michigan 48112
(Street Address or P.O. Box) (City) (ZIP Code)
3. The name of the resident agent at the registered office is: Forrest Scott**ARTICLE V** (Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

Signed this 4/28 day of 2004
 By Walter Michal Forrest Scott
(Signature) (Type or Print Name)