

m97000000391



# Shipman, Dixon & Livingston

A LEGAL PROFESSIONAL ASSOCIATION

215 WEST WATER STREET, P.O. BOX 310, TROY, OHIO 45373

TELEPHONE (937) 339-1500

FAX (937) 339-1519

L.H. Shipman (1874-1955)  
F.L. Shipman (1906-1973)

William M. Dixon  
James R. Livingston  
Charles H. Sell, II  
W. McGregor Dixon, Jr.  
Mel Kemmer  
Robert C. Johnston  
Gary E. Zuhl  
Daniel D. Ernst

400002206344--6  
-06/03/97--01162--001  
\*\*\*\*140.00 \*\*\*\*140.00

June 3, 1997

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

300002229053--7  
-07/02/97--01065--001  
\*\*\*\*145.00 \*\*\*\*145.00

Re: Registration of Arbuckle Investments, Ltd.,  
an Ohio Limited Liability Co.

Dear Sirs:

Please find enclosed the following:

1. Application by Foregoing Limited Liability Company for Authorization to Transact Business in Florida;
2. An official certificate of existence for Arbuckle Investments, Ltd., executed by Bob Taft, the Ohio Secretary of State, dated May 5, 1997;
3. Certificate of Designation of Registered Agent, which has been executed and dated by John T. Neiswander, the designated Registered Agent;
4. The Affidavit of Membership and Contributions executed by John T. Neiswander, which has attached to it a partial copy of the deed which contains the description of the 90 acres contributed to Arbuckle Investments, Ltd., by the members, which real estate has an agreed value of \$123,750;

Name	6/10/97
Availability	dec
Document	DCC
Ac: no	DCC
W. P. Verifier	DCC

C. TAX \_\_\_\_\_  
FILING 145.00  
R. AGENT FEE \_\_\_\_\_  
C. COPY \_\_\_\_\_  
TOTAL \_\_\_\_\_  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
REFUND \_\_\_\_\_

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W97000013559

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL - 1 AM 11:11

Division of Corporations  
June 3, 1997  
Page 2

5. This firm's check in the amount of \$140.00 to cover the cost of registration as follows:

Filing fee	\$ 52.50
Affidavit of Membership	52.50
Designation of Agent	<u>32.00</u>
Total	\$140.00

Please return our copies of the documents and the letter of acknowledgment to this firm in the enclosed, self-addressed envelope. If there is any problem or any questions with the enclosures, please contact me.

Sincerely,

SHIPMAN, DIXON & LIVINGSTON CO., LPA



James R. Livingston

JRL/klw  
Enclosures



# Shipman, Dixon & Livingston

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June 27, 1997

Ms. Diane Cushing  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Arbuckle Investments, LTD.  
Ref. #W97000013559

Dear Ms. Cushing:

Please find enclosed a copy of your letter to me dated June 10, 1997, the attachments thereto (corrected to note the change of name to add "L.L.C." at the end), a copy of the Certificate of Amendment therefor, and this firm's check in the amount of \$145.00 which is the additional funds mentioned in your letter to bring our payment to \$285.00.

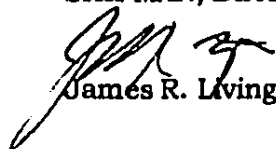
I trust that this is sufficient to complete the registration. Please return our copies in the enclosed envelope.

If there is any problem, please let me know. We are quite anxious to get this completed, so any assistance to that end would be appreciated.

Thank you.

Sincerely,

SHIPMAN, DIXON & LIVINGSTON CO.

  
James R. Livingston

JRL/klw  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 10, 1997

JAMES R. LIVINGSTON  
SHIPMAN DIXON & LIVINGSTON  
215 WEST WATER STREET  
TROY, OH 45373

SUBJECT: ARBUCKLE INVESTMENTS, LTD.  
Ref. Number: W97000013559

We have received your document for ARBUCKLE INVESTMENTS, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a foreign limited liability company must end with "L.L.C.," "L.C.," "Limited Liability Company," or "Limited Company." Please amend your application accordingly.

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 997A00031195

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL -1 AM 11:05

[illegible]

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of \_\_\_\_\_  
Arbuckle Investments Ltd., L.L.C. \_\_\_\_\_ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 103,236.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 123,750.00  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 226,986.00  
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 226,986.00

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DIVISION OF CORPORATIONS  
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*John T. Neiswander*  
Signature of a member or 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 facts  
stated herein are true.)

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Arbuckle Investments Ltd., L.L.C.

2. The name and address of the registered agent and office is:

John T. Neiswander

(Name)

10530 119th Street N

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Largo, Florida 33778

(City/State/Zip)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*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.*

John T. Neiswander  
(Signature)

May 23, 1997  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

**CERTIFICATE OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF A  
LIMITED LIABILITY COMPANY**

The undersigned, being a member, manager or authorized representative of **Arbuckle Investments, Ltd. nka Arbuckle Investments Ltd., L.L.C.** an Ohio limited liability company, organized on the 15th day of November, 1996, and recorded on Roll 5687 at Frame 0023 of the records of incorporations and miscellaneous filings of the Office of the Secretary of State of the State of Ohio on November 21, 1996, does hereby certify that the undersigned is duly authorized to execute this certificate, and hereby certifies that the Articles of Organization of the above-named limited liability company have been amended as follows:

**AMENDMENT**

The name of the company is changed to **Arbuckle Investments Ltd., L.L.C.** and the first Article thereof is hereby amended as follows:

"FIRST: The name of said limited liability company shall be **Arbuckle Investments Ltd., L.L.C.**"

IN WITNESS WHEREOF, the undersigned has executed this certificate the 21 day of June, 1997.

ARBUCKLE INVESTMENTS, Ltd.  
nka ARBUCKLE INVESTMENTS Ltd., L.L.C.

By Robert H. Neiswander  
Robert H. Neiswander, Manager

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## GENERAL WARRANTY DEED

JOHN T. NEISWANDER, married, of Pinellas County, State of Florida, ROBERT H. NEISWANDER, married, of Madison County, State of Ohio, and CAROLYN N. LIVINGSTON fka CAROLYN A. NEISWANDER, married, of Miami County, State of Ohio, for valuable consideration paid, grant with general warranty covenants, to ARBUCKLE INVESTMENTS, LTD., a Limited Liability Company organized under the laws of the State of Ohio whose tax mailing address is 1560 Arbuckle Road, London, Ohio 43140 the following described real estate:

Situated in Part of Survey 12345, Virginia Military Lands, Dudley Township, Hardin County, State of Ohio and being more particularly described as follows:

Beginning at an existing 1/4" dia. iron bar located at the intersection of the centerline of County Road 200 with the West Line of V.M.S. 12345; thence along said West Line N 2°49'10" E for a distance of 1493.46 feet to a 5/8" dia. iron pin set; thence continuing along said West Line N 7°50'55" W for a distance of 1487.19 feet to an existing stone on Grantor's North line; thence along Grantor's North line N 84°44'50" E for a distance of 1124.81 feet to a point on Grantor's East line (passing over a 5/8" dia. iron pin set at 1121.81 feet); thence along Grantor's East line S 8°03'25" E for a distance of 1897.68 feet to a 5/8" dia. iron pin set on Grantor's North line; thence along Grantor's North line N 83°19'25" E for a distance of 220.60 feet to a 5/8" dia. iron pin set on Grantor's East line; thence along Grantor's East line S 7°32'25" E for a distance of 1617.70 feet to a railroad spike set on the centerline of County Road 200; thence along said centerline N 68°00'00" W (for a basis of bearing, see Deed Book 121 pg. 72, Hardin County Recorder's Office, stating S 68°00'00" E for centerline of County Road 200) for a distance of 309.55 feet to an existing railroad spike on Grantor's West line; thence along Grantor's West line N 7°00'00" W for a distance of 416.00 feet to an existing iron pin on Grantor's South line (passing over an existing iron pin at 34.30 feet); thence along Grantor's South line S 77°08'20" W for a distance of 636.55 feet to an existing railroad spike on the centerline of County Road 200 (passing over an existing iron pin at 584.25 feet); thence along said centerline N 68°00'00" W for a distance of 210.00 feet to an existing railroad spike; thence continuing along said centerline S 81°50'10" W for a distance of 540.30 feet to an existing 1/4" dia. iron bar on the West Line of V.M.S. 12345 and the point of beginning.

Containing 90.124 acres more or less and being subject to legal highways, easements, restrictions, and agreements of record.

This description prepared from a survey performed by Karla M. Smith, Registered Surveyor 7023, and dated June 17, 1996. All 5/8" dia. iron pins set have a plastic identity cap with the following caption, "TLB & Associates."

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

}

*I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show ARBUCKLE INVESTMENTS, LTD., an Ohio Limited Liability Company, Registration No. 961088, was registered to transact business in Ohio on November 21, 1996, and said registration is currently in FULL FORCE AND EFFECT upon the records of this office.*



WITNESS my hand and official  
seal at Columbus, Ohio this  
5th day of May, A.D. 1997

*Bob Taft*

Bob Taft  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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