

Division of Corporations

Page 1 of 1

# #L/2000102813

## Florida Department of State Division of Corporations Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000200635 3)))



H120002006353ABCT

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
 Fax Number : (850)617-6383

From: Account Name : RICHARD D. SABA  
 Account Number : 070540000565  
 Phone : (941)952-0990  
 Fax Number : (941)954-0361

FILED  
12 AUG -9 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: K-Ladd@Rogers.com

### FLORIDA LIMITED LIABILITY CO. 5551 BG 11, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

RECEIVED  
12 AUG -9 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu Corporate Filing Menu Help

K. SALY  
EXAMINER  
AUG 10 2012

FILED  
12 AUG -9 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
H120002006353

**ARTICLES OF ORGANIZATION  
OF  
5551 BG 11, LLC**

The undersigned subscribes to these Articles of Organization to form a limited liability company under the Florida Limited Liability Company Act.

**ARTICLE I**

The name and address of this limited liability company shall be:

5551 BG 11, LLC  
401 Chapel Street  
Ottawa, Ontario K1N 727  
Canada

**ARTICLE II**

The purpose for which this limited liability company has been organized is:

1. To own, hold, sell, assign, transfer, operate, lease, mortgage, pledge or otherwise deal with certain real properties, together with all improvements located thereon, located in Sarasota County, Florida.
2. To exercise all or any of the limited liability company powers granted or permitted by Florida law necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein or any amendment hereof.
3. To purchase and acquire at the option of this limited liability company any and all of the interests owned and held by each member, provided the capital of this limited liability company is not impaired.
4. To engage in any lawful business as provided by Florida Statutes §608.403 not restricted herein.

**ARTICLE III**

The date this limited liability company's existence shall begin as of the date of filing of acceptance of these Articles of Organization by the Secretary of the State of Florida. The term for which this limited liability

H12000200635 3

company shall exist shall be perpetual.

**ARTICLE IV**

This Company will be managed by a single manager appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The members, at a meeting of the members held not less than annually, shall designate a manager, who need not be a member. The initial manager, who shall serve until the first annual meeting of the members or until his successor is elected and qualified, shall be as follows:

Kevan A. Ladd, Manager

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

**ARTICLE V**

Admission of additional members to this limited liability company shall be upon the consent of the majority in interest of the then existing members and payment of a capital contribution, in cash or property, to be determined at the time of such admission.

**ARTICLE VI**

The limited liability company shall dissolve upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, but the remaining members upon the consent of a majority in interest shall have the right to continue the business of the limited liability company.

**ARTICLE VII**

The name and mailing address of the original subscriber to these Articles of Organization is as follows:

Richard D. Saba, Attorney  
RICHARD D. SABA, P.A.  
2033 Main Street, Suite 303  
Sarasota, Florida 34237

H12000200635 3

**ARTICLE VIII**

This limited liability company may, in the manner provided by law, restrict the transfer or encumbrance of any and all of a member's interest, including, without limitation, provisions for the transfer of any interest owned by retiring, bankruptcy, disabled or deceased members, or any member required to sever financial interests in this limited liability company.

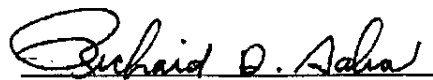
**ARTICLE IX**

These Articles of Organization may be amended in the manner provided by law.

**ARTICLE X**

The initial mailing address and the principal office for the conduct of business of this limited liability company is: 401 Chapel Street, Ottawa Ontario K1N 727 Canada. The members of this limited liability company may from time to time move the principal office to other addresses in Florida. The name and address of the agent for service of process on this limited liability company is Richard D. Saba, Attorney, RICHARD D. SABA, P.A., 2033 Main Street, Suite 303, Sarasota, Florida 34237.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 8<sup>th</sup> day of August, 2012.

  
Richard D. Saba  
Authorized Representative

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments personally appeared RICHARD D. SABA, who is  personally known to me or [ ] furnished \_\_\_\_\_ as identification, and executed the foregoing Articles of Organization and he acknowledged to me that he executed such Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforesaid this 8 day of August, 2012.

  
Notary Public  
My commission expires:



H12000200635 3

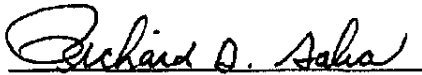
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the limited liability company is: 5551 BG 11, LLC.
2. The name and the Florida street address of the registered agent are:

Richard D. Saba, Attorney  
2033 Main Street, Suite 303  
Sarasota, Florida 34237

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

  
Richard D. Saba

W:\DATA\UW\CORPORATE CLIENTS\5551 BG 11\ARTICLES OF ORG.MANAGER.MANAGED.DOC