

L9500000764



CHRISTOPHER A. ANSELMO, P.A.

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October 10, 1995

000001612880
-10/17/95-01070-002
***328.75 ***328.75

Return to
ATW ASAP

Attorneys' Title Insurance Fund, Inc.
660 E. Jefferson Street, Suite 200
Tallahassee, FL 32301

RE: Filing Limited Liability Company, Fund Member Number: 17284

Dear FUND:

EFFECTIVE DATE
10-13-95

Per our conversation today I am enclosing the following documents for filing with the Department of State, Division of Corporations:

Articles of Dissolution for Contemporary Assets, Inc. AUTHORIZATION BY PHONE TO
Affidavit and Consent to Use Corporate Name CORRECT affid.
Articles of Organization of Contemporary Assets, L.C. DATE 10/11/95
Certificate of Designation, Registered Agent and Registered Office Denise Brown
Affidavit of Membership and Capital Contributions DOC EXAM

Barbara GAVE

What we are doing is dissolving one company, forming another, and the dissolved company is allowing the new company to use it's name.

I have enclosed money for a Certificate of Status. Please return the Certificate along with all the filed documents to us in the enclosed over night envelope and bill us through the FUND.

If you have any questions or comments regarding the above, please do not hesitate to contact us.

FILING \$250.00
R. AGENT 35.00
C. COPY (2x3) 8.75
TOTAL \$293.75
N. BANK _____
BALANCE DUE _____
REFUND Enclosures

Respectfully,
CHRISTOPHER A. ANSELMO, P.A.

Denise L. Dickman, CLA

By: Denise L. Dickman, CLA
CERTIFIED LEGAL ASSISTANT

D. BROWN OCT 11 1995

Affidavit and Consent to Use Corporate Name

STATE OF FLORIDA
COUNTY OF Seminole

Before Me, this day personally appeared Vincent W. DeFilippo, ("Affiant") who is personally known to me and deposes and says that:

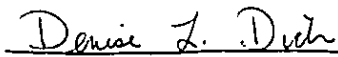
- I. Affiant was the President and Sole Shareholder of Contemporary Assets, Inc., a Florida corporation ("Corporation") whose address is 237 N.E. Triplet Dr., Casselberry, FL 32707;
- II. Corporation's document number is P95000068713.
- III. Corporation, together herewith, is filing its Articles of Dissolution;
- IV. Corporation does not intend to reinstate itself as an active corporation;
- V. If Corporation does reinstate itself, it will change its corporate name to something other than "Contemporary Assets, Inc." or any name similar thereto;
- VI. Corporation consents to Vincent W. DeFilippo's and Gary J. DeFilippo's use of the name "Contemporary Assets, L.C." when incorporating a new limited liability company; and
- VII. This Affidavit is being provided so it can be presented to the Division of Corporations, so Vincent W. DeFilippo and Gary J. DeFilippo, as the members and initial managers, will not have to wait the normal one year waiting period usually required by the Division of Corporations to use the name "Contemporary Assets, L.C."

"AFFIANT"



Vincent W. DeFilippo, President and Sole Shareholder
Contemporary Assets, Inc.

Affirmed and subscribed before me on October 9, 1995.


Notary Public: _____
My Commission Expires: _____
My Commission Number: _____

DENISE L. DICKMAN
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376607
Banded Thru Official Notary Service

EFFECTIVE DATE
10-12-95

**Articles of Organization of
Contemporary Assets, L.C.**

FILED
OCT 11 11 33 30
TALLAHASSEE, FL

ARTICLE I. NAME: The name of this Limited Liability Company is **Contemporary Assets, L.C.** ("Company").

ARTICLE II. DURATION: The Company shall exist for a period of not more than 30 years, commencing on the Effective Date. If October 12, 1995, is within five business days prior to the date of filing with the Department of State, then October 12, 1995, shall be the "Effective Date." If October 12, 1995, is after the date of filing with the Department of State, then October 12, 1995, shall be the Effective Date; otherwise, the date of filing with the Department of State shall be the Effective Date.

ARTICLE III. ADDRESS: The mailing address and the street address of the Company's principal office is **1209 Seminola Blvd., Casselberry, FL 32707.**

ARTICLE IV. REGISTERED AGENT AND OFFICE: The name and address of the initial registered agent is: **Vincent W. DeFilippo, 1209 Seminola Blvd., Casselberry, FL 32707.**

ARTICLE V. CLASSES OF MEMBERSHIPS: There shall be two classes of memberships as follows:

- A. **Class A:** The Company is authorized to issue 1,000 Class A membership certificates. Class A members shall be entitled to vote on all issues.
- B. **Class B:** The Company is authorized to issue 1,000 Class B membership certificates. Class B members shall have no voting rights, unless otherwise set forth in the Regulations.

ARTICLE VI. ADMISSION OF NEW MEMBERS: No person may be admitted as a member, unless each Class A member consents, in writing, to the admission of the additional member.

ARTICLE VII. CONTINUITY OF LIFE: In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of an event which terminates the continued membership of a member in the Company, the remaining Class A members of the Company shall have the right to continue the business of the Company if they unanimously agree to continue. The remaining Class A members must agree, within 60 days from the date of such event, to continue; otherwise the Company shall be dissolved and liquidated.

ARTICLE VIII. MANAGEMENT: The Company shall be managed by a Board of Managers consisting of at least one Manager, to be elected annually by the Class A members.

Initially, the Company shall be managed by **Vincent W. DeFilippo & Gary J. DeFilippo, 1209 Seminola Blvd., Casselberry, FL 32707**, until the first meeting of the Class A members, or until their successors are elected.

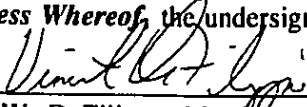
ARTICLE IX. SHARING IN PROFITS AND LOSSES: The allocation of income, gain, loss, profit, credits, or similar items shall be allocated based on a member's percentage ownership of membership certificates, and not based on a member's relative capital account.

ARTICLE X. DISTRIBUTION OF PROFITS: Distribution to the members of the net profits of the Company shall be made at least annually, except that net profits and prior earnings may be retained by the Company and transferred to the member's capital accounts for the reasonable needs of the business as determined in the sole and absolute discretion of the Board of Managers.


ARTICLE XI. TRANSFERABILITY OF MEMBER'S INTEREST: A member's interest in the Company is not assignable in whole or in part, unless two-thirds of the non-assigning Class A members consent to the assignment. An assignment of a member's interest in the Company does not dissolve the Company or entitle the assignee to become or to exercise any rights or powers of a member. An assignment entitles the assignee to share in the profits and losses of the Company, to receive such distribution(s), and to receive such allocation of income, gain, loss, or credit or similar item to which the assignor was entitled, to the extent assigned. A member ceases to be a member and ceases to have the power to exercise any rights or powers of a member upon assignment of his entire interest in the Company. The mere consent to the assignment, without more, does not automatically make the assignee a member. An assignee may become a member only if two-thirds of the Class A members consent to the assignee becoming a member.

ARTICLE XII. AMENDMENTS: The power to adopt, alter, amend, or repeal (collectively, "amendments") these Articles and the Regulations of the Company shall be reserved to the Board of Managers by a two-thirds vote. Such amendments shall be duly signed by all of the Managers, and filed with the Secretary of the State of Florida. All members of the Company agree to abide by these Articles, the Regulation, and any amendments thereto, and agree to sign such for the purpose of filing with the Secretary of the State of Florida, if such signatures are necessary.

In Witness Whereof, the undersigned has executed this instrument as of October 10, 1995.



Vincent W. DeFilippo, Member and Initial Manager



Gary J. DeFilippo, Member and Initial Manager

**Affidavit of Membership and
Capital Contributions**

[P.S. §608.407(2)]

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, personally appeared, **Vincent W. DeFilippo**, the initial Manager of **Contemporary Assets, L.C.**, a Florida limited liability company ("Company"), after being first duly sworn, deposes and says:

- 1) The Company has at least two members.
- 2) The amount of cash and a description and agreed value of property other than cash contributed by the members is:

Cash	\$ <u>500</u>
Furniture & Equipment	\$ <u>60,000</u>
Building & Land	\$ <u>149,000</u>

- 3) The amount anticipated to be contributed by the members is: \$ 209,500.00

Under the penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

Contemporary Assets, L.C.,
a Florida limited liability company

Vincent W. DeFilippo
By: Vincent W. DeFilippo, Initial Manager

Gary J. DeFilippo
By: Gary J. DeFilippo, Initial Manager

Sworn to and subscribed before me on October 10, 1995, by Vincent W. DeFilippo and Gary J. DeFilippo, as the initial managers of Contemporary Assets, L.C., a Florida limited liability company on behalf of the limited liability company. Said person is known to me, or who has produced FL DL as identification.

Denise L. Dickman
Notary Public: _____
My Commission Expires: _____
My Commission Number is: _____

DENISE L. DICKMAN
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376607
Bonded Thru Official Notary Service

**Certificate of Designation
Registered Agent and Registered Office**

Pursuant to the provisions of §608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, 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: **Contemporary Assets, L.C.**
2. The name and street address of the registered agent and office is:

Vincent W. DeFilippo, 1209 Seminola Blvd, Casselberry, FL 32707

By: *Vincent DeFilippo*
Name: Vincent W. DeFilippo, **Initial Manager**
Date: 10/10/95

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

Vincent DeFilippo
Name: Vincent W. DeFilippo, Registered Agent
Date: 10/10/95

(10/10/95)
9:00 11 PM 3:30
STATE OF FLORIDA

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

1996 MAY -1 PM 4:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # L95000000764

CONTEMPORARY ASSETS, J.C.
1209 SEMINOLA BOULEVARD
CASSELBERRY FL 32707

1a. Principal Place of Business Address
1209 SEMINOLA BOULEVARD
CASSELBERRY FL 32707

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		10/12/1995	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Country		5. Date of Last Report	6. Certificate of Status Desired
					<input type="checkbox"/>

59-333 9981

7. Name and Address of Current Registered Agent
DEFILIPPO, VINCENT W
1209 SEMINOLA BOULEVARD
CASSELBERRY FL 32707

8. Name and Address of New Registered Agent

Name _____
Street Address (P.O. Box Number is Not Acceptable) _____
Suite, Apt. #, etc. 200001838512
-05/20/96--01080--012
City *****238.75 *****238.75
FL

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	DEFILIPPO, VINCENT W	1209 SEMINOLA BOULEVARD	CASSELBERRY FL
MGR	DEFILIPPO, GARY J	1209 SEMINOLA BOULEVARD	CASSELBERRY FL

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: *[Signature]* 4-22-96
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER
Date Daytime Phone #

00