

97000000115

RÜCKEL, TRENKNER & COLLEGEN

A LIMITED LIABILITY COMPANY

MÜNCHEN • FRANKFURT • BERLIN • LEIPZIG • DRESDEN • ATLANTA
ATTORNEYS AT LAW

Lenox Plaza Building
Suite 650 • 3384 Peachtree Road, N.E.
Atlanta, Georgia 30328
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January 22, 1997

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

300002070413--3
-01/28/97-01100--001
****285.00 ****285.00

Re: Walter Staudinger Arts, LLC.
Your reference number: R97000000071

Dear Sirs:

Enclosed please find the documents regarding the formation of Walter Staudinger Arts, LLC. Further we enclose a check in the amount of \$ 285,- (\$ 250,- + \$ 35,-).

Finally, we enclose copies of the documents which we kindly request to send back to us as to confirm the formation of said company.

Thank you very much for your attention and efforts. Please do not hesitate to contact us if you have any questions.

Sincerely yours,



Carsten Alting
Rechtsanwalt

Encl.

FILED
97 JAN 27 AM 9:20
SEC
TALLAHASSEE, FLORIDA

1-30-97
KR

**TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY**

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

SUBJECT: Walter Staudinger Arts, LLC
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy.

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

\$250.00 Filing fee for Articles of Organization and Affidavit
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. **Please send one check for the total amount made payable to the Florida Department of State.**

FROM: Rueckel, Trenkner & Collegen
Name (Printed or typed)

Lenox Plaza Building, Suite 650, Peachtree Rd., NE
Address

Atlanta, Georgia 30326
City, State & Zip

(404) 266-1008
Daytime Telephone number

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

FILED
97 JAN 27 AM 9:20
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

Walter Staudinger Arts, LLC

ARTICLE II - Address:

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

30 LaGorce Circle, Miami Beach, Florida 33141

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

December 31, 2015

ARTICLE IV - Management:

(check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Walter Staudinger
30 LaGorce Circle, Miami Beach, Florida 33141

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

N/A

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

N/A

NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____
Walter Staudinger Arts, LLC 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 \$ 1,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ /
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 \$ /
- 5) the total amounts of 2, 3 and 4 is \$ 1,000

X *Walter Staudinger*
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.)

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97 JAN 27 AM 9:20
SECY
TALLAHASSEE, FLORIDA

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: Walter Staudinger
Arts, LLC

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

Walter Staudinger
(NAME)
30 LaGorce Circle
(P. O. Box NOT ACCEPTABLE)
Miami Beach, Florida 33141
(CITY/STATE/ZIP)

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SECRET
TALLAHASSEE, FLORIDA

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.

X *Walter Staudinger*
(SIGNATURE)

1/16/97
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent