

L 99000909304

Robert A. Pierde
Ausley & McMuller

Requestor's Name

227 S. Calhoun Street

Address

Tallahassee, FL 32301

425-5457

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FRALEIGH SALES, LLC NEW
(Corporation Name) (Document #)
2. _____ W99-29528
(Corporation Name) (Document #)
3. _____ W 12/28
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pickup time _____ Certified Copy (only) Certificate of Status
- Mail out Will wait Photocopy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED RECEIVED
 99 DEC 28 AM 10:01
 99 DEC 28 PM 2:40
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATIONS
 200003082142-3

200003082142-3
 -12/28/99--01056--004
 ****140.00 ****140.00
 200003082142-3
 -12/28/99--01056--005
 *****15.00 *****15.00

Examiner's Initials _____

AUSLEY & MCMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7598
Writer's Direct Line: (850) 425-5484

December 27, 1999

Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

VIA HAND DELIVERY

Re: Fraleigh Sales, LLC

Dear Madam/Sir:

Enclosed are an original and one copy of the Articles of Organization for Fraleigh Sales, LLC, a limited liability company. Also enclosed are the original and one of the Certificate Designating Registered Agent and Registered Office for this company.

This firm's check in the amount of \$155.00 is enclosed, comprised of the \$100.00 filing fee, \$25.00 Designation of Registered Agent fee, and \$30.00 certified copy fee.

Please do not hesitate to phone our office if you have any questions. We will have our messenger return to pick up the certified copy and the certificate of filing.

Thank you in advance for your usual assistance in these matters.

Sincerely,



Robert A. Pierce

/dmw

Enclosures

RAPVALEXVANNIsos ltr 122799 fraleigh.doc/010190.51881

FILED
99 DEC 28 AM 10:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 1999

ROBERT A. PIERCE
AUSLEY & MCMULLEN
227 S. CALHOUN STREET
TALLAHASSEE, FL 32301

SUBJECT: FRALEIGH SALES, LLC
Ref. Number: W99000029528

We have received your document for FRALEIGH SALES, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 099A00060467

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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION

OF

FRALEIGH SALES, LLC

**ARTICLE I
NAME**

The name of this limited liability company is Fraleigh Sales, LLC referred to in these Articles of Organization as the "Company." The Company is organized pursuant to the provisions of the Florida Limited Liability Company Act.

**ARTICLE II
NAME AND ADDRESS OF ORGANIZER**

The name and address of the organizer of the Company is: James Livingston Fraleigh, 307 S.E. Rutledge Street, Madison, Florida 32340.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address and county of the Company's initial registered office and registered agent is: James Livingston Fraleigh, 307 S.E. Rutledge Street, Madison, Madison County, Florida 32340.

**ARTICLE IV
PRINCIPAL OFFICE**

The Company's initial principal office is located at 307 S.E. Rutledge Street, Madison, Florida 32340.

**ARTICLE V
DURATION**

Unless dissolved earlier, the Company will dissolve automatically on December 31, 2088. Except for prior amendment to this Article V, no act by the Company or its members can avoid this dissolution.

99 DEC 28 AM 10:01
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TALLAHASSEE FLORIDA

FILED

**ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS**

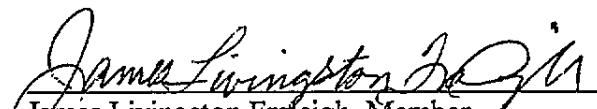
The Company may admit new members as provided in the Company's Operating Agreement.

**ARTICLE VII
MANAGEMENT**

√ The Limited Liability Company is to be managed by the members and the names and address of such manager who is to serve as manager is: James Livingston Fraleigh, 307 S.E. Rutledge Street, Madison, Florida 32340.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS AFFIDAVIT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.


James Livingston Fraleigh, Member

**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 Fraleigh Sales, LLC.
2. The name and street address of the registered agent is:

James Livingston Fraleigh
307 S.E. Rutledge Street
Madison, Florida 32340

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated on 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.

This 22nd day of Dec., 1999.


James Livingston Fraleigh