

L000000000076

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

400003084794--7

-12/30/99--01074--002

***155.00 ***155.00

EFFECTIVE DATE

12-30-99

WAA-27136

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

1. L.G. Minis, L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. 00789-02870-00623-00671
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
99 DEC 30 AM 11:56
00 JAN -3 AM 9:57
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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AND
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W-4-00

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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 30, 1999

FILINGS, INC.
ATTN; TERESA ROMAN

SUBJECT: L.G. MINIS, L.C.
Ref. Number: W99000029736

We have received your document for L.G. MINIS, L.C. 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.

When you remove the affidavit, be sure to have a member or an authorized representative sign the articles of organization.,

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 799A00060827

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ARTICLES OF ORGANIZATION

OF

L.G. MINIS, L.C., A LIMITED LIABILITY COMPANY

We, the undersigned, as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I

NAME

The name of this limited liability company is L.G. MINIS, L.C., referred to in these Articles of Organization as the "Company."

ARTICLE II

REGISTERED OFFICE AND AGENT

The registered office of the Company is 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433. The Company's registered agent at that address is Gregory J. Ritter, Esquire.

ARTICLE III

DURATION

Unless dissolved earlier, the Company will dissolve automatically on December 31, 2030.

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ARTICLE IV

PRINCIPAL OFFICE

The address of the principal office of the Company is 6530 W. Rogers Circle, Suite 31, Boca Raton, FL 33487, and the mailing address shall be the same.

ARTICLE V

MEMBERS

The Company has three (3) members whose names and addresses are as follows:

Sean M. Leder
6530 W. Rogers Circle, Suite 31
Boca Raton, FL 33487

Tara B. Leder
6530 W. Rogers Circle, Suite 31
Boca Raton, FL 33487

Joshua D. Leder
6530 W. Rogers Circle, Suite 31
Boca Raton, FL 33487

The Company may admit new members as provided in the Company's operating agreement.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of the Company shall terminate the Company, unless the remaining members shall unanimously agree to continue the business of the Company, in which event, the Company shall not so terminate.

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ARTICLE VI

PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

ARTICLE VII

MANAGEMENT

Section 7.01 Management in General

The management of the Company is reserved to the members of the company, in proportion to their contributions to the capital of the Company subject to the provisions of Section 7.02 below. The power to adopt, alter, amend or repeal the regulations of this Company shall be vested in the members of the Company.

Section 7.02 Designation of Manager

(a) Single Manager. The Company will be managed by a manager, Sean M. Leder, who will serve until either removal by the members or resignation.

(b) Removal. The members may remove the manager, without having to possess, state, or prove cause, by

(i) a vote of members holding fifty-one (51%) percent of the voting power of all membership interests. The vote must be taken at a properly scheduled meeting of the members, or

(ii) written consent of members holding fifty-one (51%)

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percent of the voting power of all membership interests. The removal of a manager without stating or proving cause does not bar a later claim that the manager engaged in misconduct while a manager.

(c) Resignation. The manager resigns by providing written notice to all members, using the means of notice stated in the Company's operating agreement for giving notice to members. If the operating agreement does not specify a means of giving notice, the manager must give notice by a means sufficient under the laws of the State of Florida regarding service of process. The resignation takes effect thirty (30) days after the date the manager gives notice to all members, or at a later date stated in the notice of resignation. If the Company's operating agreement prohibits the manager from resigning, the manager's resignation is nonetheless effective, but the manager will be liable to the Company for breach of the operating agreement.

(d) Interim Management. Once the resignation of the manager is effective or the members remove the manager, the Company will be managed by Joshua D. Leder, or if the specified interim manager is not available or will not serve then by any other interim manager chosen with the unanimous consent of the members, until the members choose a replacement manager as provided in Section 7.01(e).

(e) Replacement Manager. The members will elect a replacement manager at a properly scheduled meeting of the members. The vote of members holding fifty-one (51%) percent of the voting power of all membership interests is necessary to elect a replacement manager. In the case of the removal of a manager under Section 7.01(b)(i),

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the same meeting that votes removal may also elect a replacement manager. The replacement manager must have the following qualifications: (i) must be a member of the Company and (ii) must have real estate development, sales and leasing experience. Once elected, the replacement manager will have all of the powers and duties of the initial manager.

Section 7.03 Authority of the Manager

The manager has sole authority to manage the Company and is authorized to make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the Company to conduct or further the Company's business. This provision does not alter or waive any duty that the manager may have to the Company concerning the manager's exercise of management authority.

Section 7.04 No Authority of Members

Except as authorized by the managers, no member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company.

ARTICLE VIII

RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of the Company's operating agreement, then, to the extent allowed by law, the operating agreement will govern.

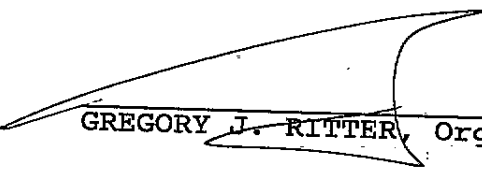
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ARTICLE IX

THE EFFECTIVE DATE

IS: 12/30/99

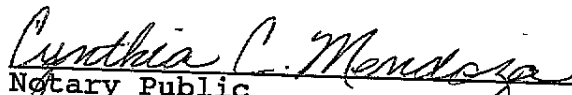
The undersigned organizer has executed these Articles of Organization on this 30th day of December, 1999.


GREGORY J. RITTER, Organizer

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28th day of December, 1999 by GREGORY J RITTER. He is personally known to me or has produced _____ as identification and did (did not) take an oath.


Notary Public
Print Name: Cynthia C. Mendoza

My Commission Expires:

cindy\corporate\leders6.11c



Cynthia C. Mendoza
MY COMMISSION # CC577313 EXPIRES
August 27, 2000
BONDED THRU TROY PAIN INSURANCE, INC.

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CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 608.415, Florida Statutes, the
following is submitted:

L.G. MINIS, L.C., a limited liability company being organized
under the laws of the State of Florida, designates 7000 West
Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, as its
registered office and has named GREGORY J. RITTER as its agent to
accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for L.G. MINIS,
L.C., at the place designated in this Certificate, I hereby agree
to act in such capacity and acknowledge that I am familiar with and
agree to comply with the provisions of said Act with respect to
keeping such office open.

By: 
REGISTERED AGENT

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