

L000000000764

Requester's Name

Address

City/State/Zip

Phone #

Office Use Only

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

1. Park Boulevard Shopping Center
(Corporation Name) (Document #)

2. LLC
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☒ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF ORGANIZATION FOR
PARK BOULEVARD SHOPPING CENTER, L.L.C.**

ARTICLE I - Name

The name of the Limited Liability Company is:

PARK BOULEVARD SHOPPING CENTER, L.L.C.

ARTICLE II - Address

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

c/o Lisco Development
Three Regency Place, Suite 19
Providence, R.I. 02903

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager. The name and address of the initial manager is as follows:

Park Boulevard, Inc.
c/o Stuart S. Golding Company
27001 U.S. Highway 19 North, Suite 2095
Clearwater, Florida 33761-3490

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ARTICLE V - Purpose

The nature of the business and of the purposes to be conducted and promoted by the limited liability company is to engage solely in the following activities:

1. To own, hold, sell, assign, transfer, operate, lease, mortgage, pledge, and otherwise deal with real property known as the Park Boulevard Shopping Center located in Pinellas County, Florida (the "Property").
2. To exercise all powers enumerated in the Florida Limited Liability Company Act necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

This Limited Liability Company shall only incur indebtedness in an amount necessary to acquire, operate and maintain the Property. For so long as any mortgage lien in favor of First Union National Bank, or its successors or assigns (the "First Mortgage") exists on any portion of the Property, this Limited Liability Company shall not incur, assume, or guaranty any other indebtedness. This Limited Liability Company shall not dissolve or liquidate, or consolidate or merge with or into any other entity, or convey or transfer its properties and assets substantially as an entirety or transfer any of its beneficial interests to any entity other than Park Boulevard Shopping Center, Ltd. For so long as the First Mortgage exists on any portion of the Property, this Limited Liability Company will not voluntarily commence a case with respect to itself, as debtor, under the Federal Bankruptcy Code or any similar federal or state statute without the unanimous consent of all of the members of this Limited Liability Company. For so long as the First Mortgage exists on any portion of the Property, no material amendment to these Articles of Organization may be made without first obtaining approval of the mortgagee holding the First Mortgage on any portion of the Property.

ARTICLE VI - Registered Agent and Office

The name and address of the initial registered agent of the Limited Liability Company is:

David A. Gart
c/o Shutts & Bowen, LLP
250 Australian Avenue South, Suite 500
West Palm Beach, Florida 33401

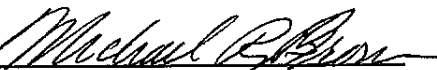
ARTICLE VII - Miscellaneous

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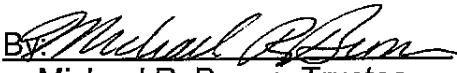
Additional members may be admitted to this Limited Liability Company upon the unanimous approval of all of the members of this Limited Liability Company, on such terms and conditions as may be approved by all of the members of this Limited Liability Company.

The remaining members of this Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon 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.

The 1976 Susan Brown Trust
(Member)

By: 
Michael R. Brown, Trustee

The 1976 Richard Lappin Trust
(Member)

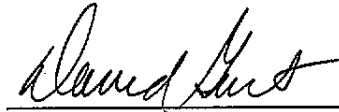
By: 
Michael R. Brown, Trustee

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REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: January 20, 2000



David A. Gart

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TALLAHASSEE, FLORIDA