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LAW OFFICE OF
WAGGONER & BRUEHL, P.A.

Timothy J. Bruehl

5400 Pine Island Road, Suite D
Bokeelia, FL 33922
(941) 283-1076
(941) 283-7567 Fax

Paul H. Waggoner
of Counsel

February 14, 2000

400003137804--51
-02/16/00--01085--006
****125.00 ****125.00

Secretary of State
Attention: Corporate Division
State Capital
Tallahassee, FL 32303

Re: The Ball House, L.L.C.

Gentlemen/Madam:

We are enclosing herewith an original copy of the Articles of Organization along with an extra copy for the above-named. Our check in the amount of \$125.00 is also enclosed.

Would you please file the original Articles of Incorporation and return a certified copy of the same to our office.

Thank you for your assistance and cooperation.

Very truly yours,



Paul H. Waggoner

FILED
00 MAR -7 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	PHW:sk
Availability	
Document	Enc.
Examiner	DCC
Updater	DCC
Updater	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

① mailing address

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 22, 2000

PAUL H. WAGGONER
WAGGONER & BRUEHL, P.A.
5400 PINE ISLAND ROAD, SUITE D
BOKEELIA, FL 33922

SUBJECT: THE BALL HOUSE, L.L.C.
Ref. Number: W00000004889

We have received your document for THE BALL HOUSE, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 200A00009566

LAW OFFICE OF
WAGGONER & BRUEHL, P.A.

5400 Pine Island Road, Suite D
Bokeelia, FL 33922
(941) 283-1076
Fax (941) 283-7567

Timothy J. Bruehl

Paul H. Waggoner
of Counsel

March 1, 2000

Secretary of State
Attn: Diane Cushing
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: The Ball House, L.L.C.
Ref. Number: W00000004889

Dear Ms. Cushing:

Enclosed herewith please find duplicate copies of the Articles of Organization and Affidavit of Membership and Contributions. Also enclosed is your letter dated February 22, 2000.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to give me a call.

Very truly yours,



Paul H. Waggoner

PHW:sk

Enc.

ARTICLES OF ORGANIZATION OF
THE BALL HOUSE, L.L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

FILED
MAR 25 2000
TALLAHASSEE
FLORIDA

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be The Ball House, L.L.C., and its mailing address and principal office shall be located at 12896 Iona Road in the City of Fort Myers, County of Lee, State of Florida, 33908, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department,

and to perform and carry out, assign, cancel, or rescind, any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the member of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by Margo Farrara. The name(s) and address(es) of the person(s) who shall serve *until the first annual meeting of members or until a successor(s) is elected and qualified is as follows: Margo Farrara, 12896 Iona Road, Fort Myers, FL 33908. Management of this limited liability company is reserved to its members, whose names and addresses are as follows: Fred L. Ball, 14152 Dallas Court, Gainesville, VA 20155, James Arthur Ball, 65 E. 11th St. # 5A New York, NY 10003, Susan C. Ball, 255 W. 84th St. # 7A, New York, NY 10024 and Margaret Ball Farrara, 12896 Iona Road, Fort Myers, FL 33908.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of Fred L. Ball, James Arthur Ball, Susan C. Ball, and Margaret Ball Farrara members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the value of real property contributed by the members is \$450,000.00 to the limited liability company by the four members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII

PROFITS AND LOSSES

(a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits or to the distributive share of the profits specified as follows: Fred L. Ball, 25%, James Arthur Ball, 25%, Susan C. Ball, 25%, and Margaret Ball

Farrara, 25%. The distributive share of the profits shall be determined and paid to the members annually as determined by majority action of the members at the annual meeting.

(b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in *equal shares or the following shares: Fred L. Ball, 25%, James Arthur Ball, 25%, Susan C. Ball, 25%, and Margaret Ball Farrara, 25%.

ARTICLE VIII

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or by law, or as provided in the regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 12896 Iona Road, City of Fort Myers, County of Lee, State of Florida 33908, and the name of the company's initial registered agent at that address is Margo Farrara.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of THE BALL HOUSE, L. L. C.

Executed by the undersigned at (see notaries) on February 11, 2000.

Sandra L. Burnette
(Witness)

Printed Name: Sandra L. Burnette

Fred L. Ball
Fred L. Ball

Guillermo Regal
(Witness)

Printed Name: GUILLERMO REGAL

Jan M. Pakulski
(Witness)
Printed Name: JAN M. PAKULSKI

James Arthur Ball
James Arthur Ball

Stuart Shillingford
(Witness)
Printed Name: STUART SHILLINGFORD

FILED
00 MAR 37 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

● Shari Leipzig
(Witness)
Printed Name: ● SHARI LEIPZIG

● Susan Ball
Susan Ball

● Shafiyune Ali
(Witness)
Printed Name: ● SHAFIYUNE ALI

Anne E. Rubbert
(Witness)
Printed Name: Anne E. Rubbert

Margo Farrara
Margo Farrara

Dolores A. Carroll
(Witness)
Printed Name: DOLORES A. CARROLL

FILED
00 MAR -7 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF VIRGINIA
COUNTY OF ● FAIRFAX

The foregoing instrument was acknowledged before me this 11th day of FEBRUARY 2000, by Fred L. Ball, who personally appeared before me at the time of notarization, and was (✓) was personally known by me, or () produced _____ as identification.

My commission expires: ●
JAN. 31, 2001
(Seal) ●

● Gale Alls
Notary Public
● GALE ALLS
Printed Name

STATE OF NEW YORK
COUNTY OF NEW YORK

The foregoing instrument was acknowledged before me this 02ND day of FEBRUARY 2000, by James Arthur Ball, who personally appeared before me at the time of notarization, and was () was personally known by me, or (☒) produced NY STATE DRIVER as identification. IF 696853450 5-21-04

My commission expires:

(Seal)

Herman L. Chandler, Jr.
Notary Public

Printed Name HERMAN L. CHANDLER, JR.
Notary Public, State of New York
No. 01CH5027358
Qualified in New York County
Commission Expires May, 9, 2000

STATE OF NEW YORK
COUNTY OF Ny

The foregoing instrument was acknowledged before me this 31 day of Jan 2000, by Susan Ball, who personally appeared before me at the time of notarization, and was () was personally known by me, or () produced my Medical College as identification.

My commission expires:

(Seal)

Alan I. Nossett
Notary Public

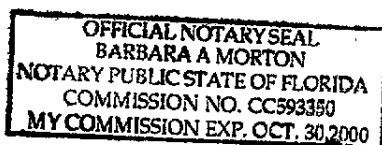
Printed Name ALAN I. NOSSETT
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01NO5040512
QUALIFIED IN NASSAU COUNTY
COMMISSION EXPIRES MARCH 13, 2001

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 19 day of January 2000, by Margo Farrara, who personally appeared before me at the time of notarization, and was (☒) was personally known by me, or () produced _____ as identification.

My commission expires: 10/30/2000

(Seal)



Barbara A. Morton
Notary Public
BARBARA A. MORTON
Printed Name

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE.

State of Florida { ss
County of Lee {

Pursuant to the provisions of Section 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statements in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is THE BALL HOUSE, L.L.C.

The name of the registered agent for THE BALL HOUSE, L. L.C., is Margo Farrara and the street address of the company's principal office where the agent is located is 12896 Iona Road, Fort Myers, FL 33908.

This statement is to acknowledge that, as indicated above, THE BALL HOUSE, L.L.C., has appointed me, Margo Farrara, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Date January 19, 2000

Margo Farrara
Margo Farrara

The foregoing instrument was acknowledged before me this Jan. 19, 2000 by Margo Farrara, agent on behalf of THE BALL HOUSE, L.L.C., a limited liability company. She is personally known to me or has produced _____ as identification.

My Commission expires:

10/30/2000

Barbara A. Morton
Notary Public
Typed Name: BARBARA A. Morton
(Seal)

