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Coller + Rockman

Requester's Name

8500 S.W. 92nd St. Ste 106

Address

Miami, FL 33156

City/State/Zip

Phone #

200003204622--7

04/11/00-01131-020

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

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

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

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

**REGISTRATION/QUALIFICATION**

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

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TALLAHASSEE, FLORIDA

ymtm  
4/14

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
BERKSHIRE HALIFAX CARILLON, L.L.C.**

We, the undersigned natural persons contemplate to contract hereby, organize and form a limited liability company under and pursuant to Chapter 608 Florida Statutes as follows:

**Article I**

**Name of Limited Liability Company.**

The name of the limited liability company shall be:

BERKSHIRE HALIFAX CARILLON, L.L.C.

**Article II**

**Period of Duration**

The existence of the Company shall be perpetual from the date of the filing of these articles with the Department of State, unless terminated by vote of the members.

**Article III**

**Purpose**

The Company is organized for the purpose of transacting any and all lawful business which limited liability companies may transact pursuant to Chapter 608, Florida Statutes.

**Article IV**

**Address**

The street address and mailing address of the initial business office of the company is:

2560 South Ocean Boulevard, Suite 605, Palm Beach, Florida 33480

**Article V**

**Registered Agent**

The name and address of the initial registered agent of the company shall be:

Leonard J. Mercer, Jr., 2560 South Ocean Boulevard, Suite 605, Palm Beach, Florida 33480.

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The Company shall have the privilege of having offices at other places within or without the State of Florida and within or without the United States of America. The Company may, at its discretion, at any time, change the address of its place of business.

## **Article VI**

### **Initial and Additional Members**

The initial members of the Company shall be:

Leonard J. Mercer Jr. and Michael M. Lally. Additional members may be admitted to the Company upon such terms and conditions as shall be established by a majority in interest of the then - existing members.

## **Article VII**

### **Continuation of Business**

The remaining members of the Company shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in the Company.

## **Article VIII**

### **Management**

The limited liability Company herein is to be managed by Leonard J. Mercer, Jr. and Michael M. Lally, two of the members, who shall serve as the managers of this Company until such time as another manager is designated in accordance with the regulations.

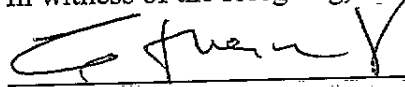
Leonard J. Mercer Jr., address is 2560 South Ocean Boulevard, Suite 605, Palm Beach, Florida 33480, and Michael M. Lally address is 17750 SW 154 Street, Miami, Florida 33187.

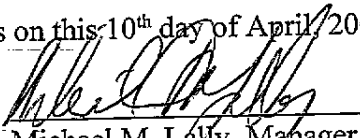
## **Article IX**

### **Substitution of Members**

The interest of the initial members of the Company may be transferred or assigned to third parties who shall be successor members in their place instead.

In witness of the foregoing, we hereby set our hands on this 10<sup>th</sup> day of April 2000.

  
Leonard J. Mercer, Jr. Manager

  
Michael M. Lally, Manager

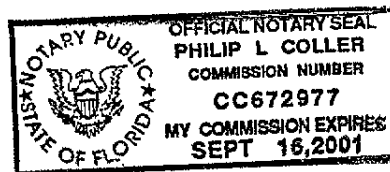
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of April, 2000, by Leonard J. Mercer, Jr. and Michael M. Lally, who are personally known to me or who have produced \_\_\_\_\_ as identification.


  
PHILIP L. COLLER

My commission expires:



Registered Agent

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 as provided for in Chapter 608, F.S..

  
Registered Agent - Leonard J. Mercer, Jr.

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