

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**L-00000000 4454**

Grange, LLC

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\*\*\*155.00 \*\*\*155.00

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Signature \_\_\_\_\_

Requested by: LM 4/18

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

- FILED
- 00 APR 18 PM 1:09
- SECRETARY OF STATE  
TALLAHASSEE, FLORIDA
- RECEIVED
- 00 APR 18 AM 9:47
- DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA
- \_\_\_\_ Art of Inc. File
  - \_\_\_\_ LTD Partnership File
  - \_\_\_\_ Foreign Corp. File
  - ☒ L.C. File Cert
  - \_\_\_\_ Fictitious Name File
  - \_\_\_\_ Trade/Service Mark
  - \_\_\_\_ Merger File
  - \_\_\_\_ Art. of Amend. File
  - \_\_\_\_ RA Resignation
  - \_\_\_\_ Dissolution / Withdrawal
  - \_\_\_\_ Annual Report / Reinstatement
  - ☒ Cert. Copy
  - \_\_\_\_ Photo Copy
  - \_\_\_\_ Certificate of Good Standing
  - \_\_\_\_ Certificate of Status
  - \_\_\_\_ Certificate of Fictitious Name
  - \_\_\_\_ Corp Record Search
  - \_\_\_\_ Officer Search
  - \_\_\_\_ Fictitious Search
  - \_\_\_\_ Fictitious Owner Search
  - \_\_\_\_ Vehicle Search
  - \_\_\_\_ Driving Record
  - \_\_\_\_ UCC 1 or 3 File
  - \_\_\_\_ UCC 11 Search
  - \_\_\_\_ UCC 11 Retrieval
  - \_\_\_\_ Courier



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 18, 2000

CAPITAL CONNECTION, INC.

SUBJECT: GRANGE L.L.C.  
Ref. Number: W00000010161

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TALLAHASSEE, FLORIDA

We have received your document for GRANGE L.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):

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

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 200A0002110

RECEIVED  
00 APR 18 PM 12:15  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Corrected

**ARTICLES OF ORGANIZATION**  
**OF**  
**GRANGE L. L. C.**  
**a LIMITED LIABILITY COMPANY**

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act:

**ARTICLE I**

Name

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

**ARTICLE II**

Duration

The period of duration of Company is twenty-five years beginning on the date these Articles of Organization are filed by the Florida Department of State.

**ARTICLE III**

Purpose

The purpose for which Company is organized is to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE IV**

Principal Address

The address of Company's principal place of business in Florida is 1001 3<sup>rd</sup> Avenue West, Sarasota, Florida 34236. This is also the mailing address.

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Suite 700, Bradenton, FL 34205.

## ARTICLE V

### Registered Agent and Office

The name of Company's initial registered agent in Florida is JOSEPH P. VENABLE, The address of Company's registered office in Florida is 1400 4th Avenue West, Bradenton, FL 34205.

## ARTICLE VI

### Capital Contributions

The total amount of cash contribution is One Thousand (\$1,000.00) Dollars.

## ARTICLE VII

### Management

The Company is to be managed by three (3) managers. The initial managers are:

1. GIULIO CRESPI, whose address is Via Ricasoli 2, 20121 Milan (Italy);
2. JENNIFER PRICE, whose address 1001 3<sup>rd</sup> Avenue West, Suite 700, Bradenton, FL 34205;
3. ULI BENNEWITZ, whose address is P. O. Box 1909, Manteo, NC 27954;

who will serve until the first annual meeting of the members. Managers shall be elected annually by the members, with the vote of a majority in interest of the members.

Action by a majority [any two (2)] of the Managers shall be effective to obligate the Company, including the creation of debt, the granting of mortgages or other security interests, or conveyance of real or personal property.

## ARTICLE VIII

### Admission of New Members

Members shall have the right to admit new members. Such new members may be admitted only on the unanimous written consent of the existing members, and the existing members shall

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determine the amount and nature of contributions by new members at the time the new members are admitted.

## ARTICLE IX

### Transfer of Members Interest

A member in the Company may transfer or assign his or her interest provided, if all other members (not including the member transferring an interest) do not approve the transfer or assignment by unanimous written consent, the transferee of the interest will have no participation in the management of the affairs of the Company or become a member, though such transferee or assignee will be entitled to receive the share of profits or other compensation by way of income and the return of contributions to which the transferrer or assignor would otherwise be entitled.

## ARTICLE X

### Distributions of Company Assets

The Company may, from time to time, distribute its property to its members, PROVIDED, in no event shall any distribution be made if after the distribution the Company would not be able to pay its debts as they become due in the usual course of business, or if after the distribution the Company's total assets would be less than the sum of its total liabilities. Distribution, when made, shall be allocated on the basis of each members' capital account. Distributions of Company assets may be made in cash or in kind.

## ARTICLE XI

### Distributions on Dissolution

Upon dissolution of the Company, the assets of the Company shall be distributed as provided in the Florida Limited Liability Company Act in effect at the time of dissolution.

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**ARTICLE XII**Amendment of Repeal of Articles

These Articles of Organization may be altered, amended or repealed by vote of the members of the Company, upon the affirmative vote of members owning not less than seventy-five (75%) percent of the total membership interest in the Company.

**ARTICLE XIII**Regulations

The members of the Company may adopt and amend by affirmative vote of members owning not less than seventy-five (75%) percent of the total membership interest in the Company, regulations governing the management of the Company's affairs.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act the undersigned have executed these Articles of Organization on this \_\_\_\_\_ day of \_\_\_\_\_, 2000, at \_\_\_\_\_, Florida.

GRANGE HOLDING, INC., a Florida corporation

By: \_\_\_\_\_

It's \_\_\_\_\_

STATE OF North Carolina ~~FLORIDA~~

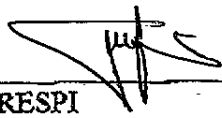
COUNTY OF Dave

The foregoing instrument was acknowledged before me this 15th day of April, 2000 by Julio Crespi as \_\_\_\_\_ of GRANGE HOLDING, INC, a Florida corporation, who is personally known to me or who has produced passport as identification and who did not take an oath.

Grace Shew NOTARY PUBLIC

My Commission Expires Nov 2, 2000

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GIULIO CRESPI

State of North Carolina  
COUNTRY OF SWITZERLAND

COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this 15th day  
April, 2000 by GIULIO CRESPI, who is personally known to me or who has  
produced passport as identification and who did not take an oath.

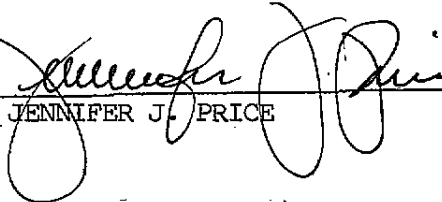
  
\_\_\_\_\_, NOTARY PUBLIC

MY COMMISSION EXPIRES: November 2, 2002 (SEAL)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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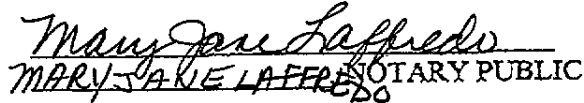
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JENNIFER J. PRICE

STATE OF FLORIDA

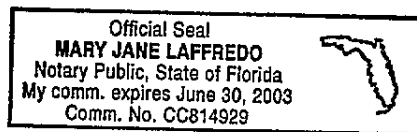
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 17 day  
April, 2000 by JENNIFER PRICE, who is personally known to me or who  
has produced \_\_\_\_\_ as identification and who did not take an oath

  
MARY JANE LAFFREDO, NOTARY PUBLIC

MY COMMISSION EXPIRES: 6/30/03

(SEAL)



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Uli Bennewitz  
ULI BENNEWITZ

STATE OF NORTH CAROLINA

COUNTY OF DARE

The foregoing instrument was acknowledged before me this 6th day  
April, 2000 by ULI BENNEWITZ, who is personally known to me or who has  
produced \_\_\_\_\_ as identification and who did not take an oath.

Deane Thew  
NOTARY PUBLIC

MY COMMISSION EXPIRES: My Commission Expires November 2, 2002 (SEAL)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF REGISTERED  
AGENT/REGISTERED OFFICE**

In accordance with Section 608.415 of the Florida Limited Liability Act, a  
registered agent is appointed as follows:

GRANGE L. L. C., located at 1001 3<sup>rd</sup> Avenue West, Suite 700, Bradenton, FL  
34205, names JOSEPH P. VENABLE as its registered agent to accept service of  
process within Florida. The address of the registered agent is 1400 4th Avenue West,  
Bradenton, FL 34205.

Dated: April 17, 2000.

GRANGE L. L. C.

By: \_\_\_\_\_

Giulio Crespi, Manager

By: \_\_\_\_\_

Jennifer J. Price, Manager

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By: Uli Bennewitz  
Uli Bennewitz, Manager

Having been named as registered agent and to accept service of process for  
above-named limited liability company at the street address designated in  
certificate, I accept the appointment as registered agent and agree to act in the  
capacity.

Dated: 4-17, 2000.

Joseph P. Venable  
Joseph P. Venable, Registered Agent

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