

# L000000004710

## COLLIER & COFFIELD

ATTORNEYS AT LAW

P. COLLEEN COFFIELD  
ADMITTED IN FLORIDA AND LOUISIANA

BRUCE CLAYTON COLLIER  
ADMITTED IN LOUISIANA ONLY

1719 SOUTH COUNTY HIGHWAY 393  
SANTA ROSA BEACH, FLORIDA 32459  
(850) 622-1141  
FAX (850) 622-1144

April 11, 2000

Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, FL 32314

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-04/12/00--01087--011  
\*\*\*\*125.00 \*\*\*\*125.00

RE: Filing of LIVINGSTON PROPERTIES, LIMITED COMPANY (L.C.)

Dear Sir or Madam:

Enclosed is the original and one copy of the articles of organization for the above L.L.C. and check in the amount of \$125.00

FROM: Collier & Coffield, Attorneys at Law  
1719 South County Highway 393  
Santa Rosa Beach, FL 32459

Please return the certified copy of the articles to the above address. If you have any questions, please let me know.

Sincerely,



Paul Lydolph

Name	
Availability	
Document Examiner	DCC
Enclosures	
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

FILED  
00 APR 25 AM 9 20  
TALLAHASSEE, FLORIDA

① Accordant  
don't need to be a  
member

6 pages

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W00000010033



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 17, 2000

PAUL LYDOLPH  
COLLIER & COFFIELD, ATTORNEYS AT LAW  
1719 SOUTH COUNTY HIGHWAY 393  
SANTA ROSA BEACH, FL 32459

SUBJECT: LIVINGSTON PROPERTIES, LIMITED COMPANY (L.C.)  
Ref. Number: W00000010033

We have received your document for LIVINGSTON PROPERTIES, LIMITED COMPANY (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):

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 delete any information you have in your articles about the Exhibit "A". We no longer require this information.

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: 200A00020898

**ARTICLES OF ORGANIZATION  
OF  
Livingston Properties, Limited Liability Company (L.L.C.).**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I ---- NAME**

The name of the limited company shall be Livingston Properties, Limited Liability Company (L.L.C.).

**ARTICLE II ---- ADDRESS**

The mailing address and street address of the principal office of the company shall be:

3035 The Oaks      Destin, FL 32541

**ARTICLE III ---- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV ---- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is Paul Lydolph III, Esq., of Collier & Coffield, Attorneys at Law, 1719 South County Highway 393, Santa Rosa Beach, Florida, 32459.

**ARTICLE V ---- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the limited liability company the sum of ten (10) dollars and other valuable consideration.

**ARTICLE VI ---- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each Member shall make additional capital contributions to the company only on the unanimous written consent of all the members.

FILED  
00 APR 25 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VII --- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE VIII --- TERMINATION OF EXISTENCE**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the written consent of the remaining member(s).

## **ARTICLE IX --- MANAGEMENT**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

NAME	ADDRESS	
Herbert L. Haralson	3035 The Oaks	Destin, FL 32541
Diane P. Haralson	3035 The Oaks	Destin, FL 32541

## **ARTICLE X --- TRANSFERABILITY OF INTERESTS**

Unless the articles of organization or regulations of the company otherwise require, any interest of a member is assignable only if the non-assigning member(s) provide written consent to the assignment. If a member assigns his or her entire interest, then he or she ceases to be a member or have any power to exercise any rights as a member. Each member cannot confer on a non-member all the attributes of the member's interest without the unanimous written consent of the non-transferring member(s).

## **ARTICLE XI --- AMENDMENTS**

An amendment to the articles of organization must be filed with the Department of State

within 30 days after any of the following events: (a) the limited company changes its name; (b) the articles contain a false or erroneous statement; (c) the time of dissolution as stated in the articles changes; (d) there is a time fixed for dissolution previously not provided for in the articles; or (e) the members desire to change any statement in the articles to more accurately reflect the agreement between them.


IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Walton County, Florida, on this 7th day of April, 2000.

Herbert Haralson  
Herbert Haralson

STATE OF FLORIDA  
COUNTY OF WALTON

FILED  
00 APR 25 AM 9:20  
NOTARY PUBLIC  
TALLAHASSEE, FLORIDA

Sworn to and subscribed before me this 7th day of April, 2000 by Herbert Haralson

 Victoria A. Matthews  
My Commission CC834527  
Expires May 8, 2003

Victoria A. Matthews  
Notary Public --- State of Florida

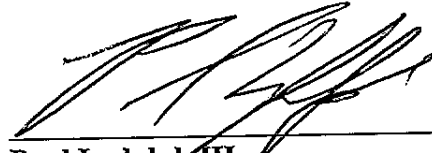
Victoria A. Matthews  
Printed Name of Notary Public or Stamp

Personally Known \_\_\_\_\_ OR Produced Identification X

Type of Identification Produced GA DL

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Livingston Properties, Limited Company (L.C.), as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

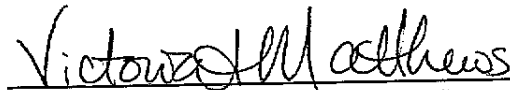


Paul Lydolph III  
FL Bar # 0188328  
Registered Agent

FILED  
00 APR 25 AM 9:20  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF WALTON

Sworn to and subscribed before me this 7th day of April, 2000 by  
Paul Lydolph III

  
Notary Public --- State of Florida

Victoria A. Matthews  
Printed Name of Notary Public or Stamp

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_