

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

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

1- EDISON SQUARE SHOPPING CENTER LIMITED COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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****125.00 ****125.00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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RECEIVED

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
EDISON SQUARE SHOPPING CENTER LIMITED COMPANY

The undersigned hereby forms a limited liability company
pursuant to the laws of the State of Florida.

ARTICLE I

NAME

The name of this limited liability company shall be EDISON
SQUARE SHOPPING CENTER LIMITED COMPANY.

ARTICLE II

DURATION

This limited liability company is to exist perpetually.

ARTICLE III

NATURE, PURPOSES AND POWERS

The general nature and purpose of the business or businesses
to be transacted and which this limited liability company is
authorized to transact, in addition to those authorized by the laws
of the State of Florida, and the powers of this limited liability
company, shall be as follows:

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1. To engage or transact in any lawful activity or business.
2. To carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth 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 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 thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of this limited liability company's powers, and to carry out all or any of the purposes, enumerated herein 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,

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firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may 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 herein set forth, 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 and purpose of the business or businesses to be transacted by this limited liability company 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 the reference to or inference from the terms of any other clause. They shall each be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit this limited liability company to carry on any business, exercise

any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE IV

MAILING ADDRESS AND STREET ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office of this limited liability company shall be 2340 Periwinkle Way, Suite I-2, Sanibel Island, State of Florida 33957.

ARTICLE V

NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name and street address of the initial Registered Agent of this limited liability company shall be ROBERT LEE RATLIFF III, 2340 Periwinkle Way, Suite I-2, Sanibel Island, Florida 33957.

ARTICLE VI

RESTRICTIONS ON MEMBERSHIP

This limited liability company shall have the right to admit new members by unanimous written consent of all the existing members. Contributions required of new members shall be determined by the unanimous vote of all the existing members as of the time of admission of the new members to this limited liability company.

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ARTICLE VII
CONTINUATION OF BUSINESS

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 in this limited liability company, the remaining members shall have the right to continue the business of this limited liability company upon unanimous written consent of the remaining member.

ARTICLE VIII
MANAGEMENT

EDISON SQUARE SHOPPING CENTER LIMITED COMPANY is to be managed by a manager and the name and address of the manager who is to serve as manager until his successor is elected and qualified shall be ROBERT LEE RATLIFF III, 2340 Periwinkle Way, Suite I -2, Sanibel Island, Florida 33957.

The undersigned, ROBERT LEE RATLIFF III, being the sole member of EDISON SQUARE SHOPPING CENTER LIMITED COMPANY, hereby certifies that the foregoing constitutes the Articles of Organization of EDISON SQUARE SHOPPING CENTER LIMITED COMPANY.

Executed by ROBERT LEE RATLIFF III at Lee County, Florida, on the 1st day of June, 2000.



ROBERT LEE RATLIFF III

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

ROBERT LEE RATLIFF III having been designated as the
Registered Agent in the above and foregoing Articles of
Organization of EDISON SQUARE SHOPPING CENTER LIMITED COMPANY,
states that he is a resident of the state of Florida, his street
address is identical with the mailing and street address of this
limited liability company and he is familiar with and accepts the
obligations of the position of Registered Agent of EDISON SQUARE
SHOPPING CENTER LIMITED COMPANY.


ROBERT LEE RATLIFF III

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