

Tallahassee, Florida 32301
(850) 681-6528

UCC SERVICES OFFICE USE ONLY

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# ARTICLES OF ORGANIZATION

**OF** 

# MERRILL PROPERTIES, L.L.C.

# A Florida Limited Liability Company

## ARTICLE 1

NAME

The name of this Limited Liability Company is: Merrill Properties, L.L.C.

# ARTICLE 2

#### DURATION

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

## ARTICLE 3

## PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address and street address of the principal office of the limited liability company is 4 Mystic Lake Way, Ormond Beach, FL 32174. The name and address of the initial registered agent of the limited liability company is Palmetto Charter Services, Inc., 150 Magnolia Avenue (Post Office Box 2491), Daytona Beach, Florida 32115-2491.

DIVISION OF CORPORATIONS
ON AUG 25 AM 10: 45

## **ARTICLE 4**

#### MANAGEMENT

The company is to be a member-managed company. The name and address of its Managers are:

Samuel J. Merrill, Jr. 93 Ridgefield Place Ormond Beach, FL 32174

Linda S. Merrill 93 Ridgefield Place Ormond Beach, FL 32174

## ARTICLE 5

#### CONTINUATION OF BUSINESS

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

## ARTICLE 6

#### ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the prior written consent of the Manager. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned members do hereby execute and acknowledge these articles of organization this 24 day of August, 2000.

Samuel J. Merrill Jr., Manager

Linda S. Merrill, Manager

# CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 608.415 Florida Statutes, MERRILL PROPERTIES, L.L.C. hereby designates Palmetto Charter Services, Inc. and 150 Magnolia Avenue, (P.O. Box 2491), Daytona Beach, Florida 32115-2491, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

Samuel J. Merrill, Jr., Manager

Linda S. Merrill, Manager

# ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of MERRILL PROPERTIES, L.L.C. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.

Larry D. Marsh

Vice President