

CORPORATE  
ACCESS,  
INC.

L000000015891

236 East 6th Avenue . Tallahassee, Florida 32303

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312 12th Avenue, LLC  
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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# ARTICLES OF ORGANIZATION

OF

**312 12<sup>th</sup> AVENUE, LLC**

## ARTICLE 1

### NAME

The name of the limited liability company (the "Company") shall be **312 12<sup>th</sup> AVENUE, LLC** and it shall be organized under the laws of the State of **FLORIDA**.

## ARTICLE 2

### ADDRESS

The mailing address and street address of the principal office of the Company is as follows:

**915 NORTH DIXIE HIGHWAY**

**WEST PALM BEACH, FLORIDA 33401**

## ARTICLE 3

### REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent are:

**MICHAEL J. FAIRCLOUGH**

**11380 PROSPERITY FARMS ROAD, SUITE 112**

**PALM BEACH GARDENS, FLORIDA 33410**

## ARTICLE 4

### DATE

The Company's legal existence will commence upon date these Articles of Organization are filed by the Secretary of State of **FLORIDA**.

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**ARTICLE 5**

**DURATION**

The latest date upon which the Company shall dissolve is **DECEMBER 31, 2050**.

**ARTICLE 6**

**MANAGEMENT**

The Company shall vest management in one or more managers, as provided in the Operating Agreement.

**ARTICLE 7**

**PURPOSE**

The general purpose of the Company is to transact any and all lawful business for which an LLC may be organized under the laws of the State of **FLORIDA**. The Company shall have all powers granted to limited liability companies under the laws of the State of **FLORIDA**.

**ARTICLE 8**

**ORGANIZERS**

The names and addresses of the Company's organizers are as follows:

**EDWARD CARRELLI**

**LESLIE SIIRA**

**915 NORTH DIXIE HIGHWAY**

**915 NORTH DIXIE HIGHWAY**

**WEST PALM BEACH, FL 33401**

**WEST PALM BEACH, FL 33401**

**ARTICLE 9**

**DISSOLUTION**

The following events (dissolution events) will terminate the legal existence of the Company: the death, insanity, bankruptcy, retirement, resignation, or expulsion of any member.

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**ARTICLE 10**

**TERMINATION**

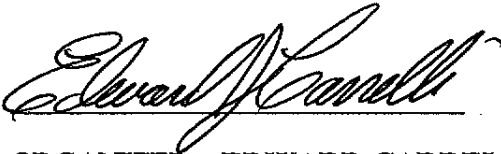
In the event of the occurrence of any one of the dissolution events specified in Article 9, the legal existence of the Company will be terminated, unless there is a majority of interest vote of the remaining members to continue the business and affairs of the Company.

**ARTICLE 11**

**TAX CLASSIFICATION**

It is the intent of the members that the Company be classified as a partnership for federal income tax purposes.

*In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.*



ORGANIZER – EDWARD CARRELLI



ORGANIZER – LESLIE SIIRA

*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 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 – MICHAEL J. FAIRCLOUGH

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