

L01000000/276

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

SEP 23 2013

A. LUNT

Office Use Only



700250228427

08/01/13--01018--008 **685.00

FILED
2013 SEP 18 PM 3:07
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 15, 2013

TREISER COLLINS
3080 TAMiami TRAIL EAST
ATTN: DOROTHY JO SAYERS
NAPLES, FL 34112

SUBJECT: MOUNT BIERSTADT, LLC
Ref. Number: L01000001276

We have received your document for MOUNT BIERSTADT, LLC and your check(s) totaling \$685.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1422(1)(b), 617.1422(1)(b), or 608.4482, Florida Statutes, your designated registered agent must acknowledge the designation by signing in the appropriate block of the form.

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) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 513A00019521

3080 Tamiami Trail East
Naples, Florida 34112
Telephone (239) 649-4900
Fax (239) 649-0823
Internet:
www.swflalaw.com



Richard M. Treiser
Thomas A. Collins, II ■ ♦
Christopher J. Cona
Robert A. DeMarco *
Bradley S. Donnelly ♦
Craig A. Goddy ▲ ♦
Christopher B. O'Connell
George M. Compton-Craig

July 30, 2013

Of Counsel:
James L. Arnold ☆ ⌘ ♦

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Mount Bierstadt, LLC

Gentlemen:

Enclosed please find a Limited Liability Company Reinstatement and Amended and Restated Articles of Organization of Mount Bierstadt, LLC. Also enclosed is a check in the amount of \$685.00 representing the following:

Reinstatement fee	100.00
2010 Annual Fee	138.75
2011 Annual Fee	138.75
2012 Annual Fee	138.75
2013 Annual Fee	138.75
Filing fee Amended and Restated Articles	25.00
Obtain Certificate of Status	<u>5.00</u>
Total	685.00

Thank you for your assistance in this matter. If you have any questions, please feel free to call our office.

Very truly yours,

TREISER COLLINS

A handwritten signature in cursive script that reads 'Dorothy Jo Sayers'.

Dorothy Jo Sayers
Legal Assistant to Thomas A. Collins II, Esquire
For the Firm
e-mail: tjsayers@swflalaw.com
Enclosure

♦ Circuit Mediator

Also admitted in: * Connecticut ☆ District of Columbia ♦ Illinois • Indiana ■ Kentucky
⌘ New York ▲ Pennsylvania ♦ Virginia

FILED
2013 SEP 18 PM 3:07
JUDICIAL DISTRICT OF FLORIDA
TALLAHASSEE, FLORIDA

3080 Tamiami Trail East
Naples, Florida 34112
Telephone (239) 649-4900
Fax (239) 649-0823
Internet:
www.swflalaw.com



Richard M. Treiser
Thomas A. Collins, II ♦ ♦
Christopher J. Cona
Robert A. DeMarco ♦
Bradley S. Donnelly ♦
Craig A. Goddy ▲ ♦
Christopher B. O'Connell
George M. Compton-Craig

From: Dorothy Jo Sayers
Legal Assistant to Thomas A. Collins II, Esquire
and Christopher J. Cona, Esquire

VIA FACSIMILE

To: Division of Corporations, LLC Reinstatement

Fax: 1-850-245-6030

Pages: 11, including coversheet

Phone:

Date: September 23, 2013

Re: Mount Bierstadt, LLC

☐ Urgent ☐ For Review ☐ Please Comment ☐ Please Reply ☐ Please Recycle

● Comments:

Attached is a copy of the Amended and Restated Articles of Organization of Mount Bierstadt, LLC. This document was originally mailed on July 30, 2013, along with the Reinstatement. The Reinstatement form was returned to us to be signed by the Registered Agent. The Registered Agent signed the form and it was mailed on 8-26-13. This document was also faxed on 9-13. The Reinstatement form shows online, however, the Amended and Restated Articles of Organization do not show up. Please post the amended Articles online.

Thank you for your assistance in this matter.

Dorothy Jo Sayers

The information contained in this transmittal is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this information is not the intended recipient, you are hereby notified that any unauthorized dissemination, distribution, or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately, by telephone (collect) and return the original message to us at the above address via the U.S. Postal Service. We will reimburse you for your postage and/or telephone expenses. Thank you.

♦ Circuit Mediator

Also admitted in: ♦ Connecticut ♦ District of Columbia ♦ Illinois ♦ Indiana ♦ Kentucky
♦ New York ♦ Pennsylvania ♦ Virginia

Of Counsel:
James L. Arnold ♦ ♦
RECEIVED
18 SEP 23 PM 12:13
STATE OF FLORIDA
TALLAHASSEE
DIVISION OF CORPORATIONS

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF
MOUNT BIERSTADT, LLC,
a Florida Limited Liability Company**

The undersigned, being authorized to execute and file these Amended and Restated Articles of Organization of Mount Bierstadt, LLC, a Florida limited liability company (the "Company"), hereby certifies that:

INTRODUCTORY PARAGRAPH

The Articles of Organization of the Company were originally filed with the Florida Department of State on January 23, 2001, and assigned document number L01000001276. Articles of Amendment to the Articles of Organization were filed with the Florida Department of State on April 16, 2002. This instrument amends and completely restates the Articles of Organization of the Company. This instrument has been duly executed by the sole member of the Company and is being filed in accordance with Section 608.411 F.S.

**ARTICLE I
Name of Company**

The name of the Company is: **Mount Bierstadt, LLC.**

**ARTICLE II
Address of Company**

The mailing address and street address of the principal office of the Company is: One Court Place, Suite 301, Rockford, IL 61101.

**ARTICLE III
Registered Agent and Office**

The name of the Company's registered agent in Florida is: Treiser & Collins, PL; and the address of the Company's registered agent in Florida is: 3080 Tamiami Trail East, Naples, Florida 34112.

**ARTICLE IV
Management**

Brian K. Larkin is the Manager of the Company and, as Manager, he has the authority to execute all instruments in the name of the Company as required to carry out decisions and actions approved by the members of the Company. Third parties dealing with the Company shall be entitled to rely conclusively upon the power and authority of the Manager to execute and deliver instruments in the name of the Company, to consummate the action or actions contemplated thereby, to evidence that such action or actions have been duly approved by the member or members of the Company, and to bind the Company thereto, without further inquiry in any such instance as to the facts thereof or the authority of the Manager with respect to such action or actions.

FILED
2003 SEP 18 PM 3:27
CLERK OF STATE
TALLAHASSEE, FLORIDA

Note: The Written Consent of Sole Member of Mount Bierstadt, LLC, a Florida limited liability company, which authorizes and directs the filing of this Amended and Restated Articles of Organization, is attached hereto.

IN WITNESS WHEREOF, the undersigned sole Member, being the only Member of the Company, has signed this Amended and Restated Articles of Organization of Mount Bierstadt, LLC, a Florida limited liability company as of the 19th day of JULY, 2013.

Brian K. Larkin

(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)

Brian K Larkin, as successor trustee of the Billie D. Mills Declaration of Trust, under trust agreement dated January 12, 2001, Member

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-stated Company, at the place designated in these Amended and Restated Articles of Organization, the undersigned hereby agrees to act as registered agent, and states that the undersigned is familiar with, and accepts, the obligations of registered agent as provided for under applicable Florida statutes.

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

Dated this 30th day of July, 2013.

Treiser & Collins, PL

Thomas A. Collins, II, sec.

Thomas A. Collins, II, Secretary

MOUNT BIERSTADT, LLC.
a Florida limited liability company
WRITTEN CONSENT OF SOLE MEMBER

The undersigned, being the sole Member of Mount Bierstadt, LLC, a Florida limited liability company (herein the "Company"), hereby waives all notice of time, place or purpose of meeting, and approves, adopts, and takes the following actions by means of this Written Consent:

WHEREAS, the Company was administratively dissolved on September 24, 2010, for failure to file an annual report with the Florida Secretary of State;

WHEREAS, the sole Member of the Company, being Brian K. Larkin, successor Trustee of the Billie D. Mills Declaration of Trust, under trust agreement dated January 12, 2001 (the "Trust"), desires to reinstate the Company by filing an appropriate form with the Florida Department of State and paying a reinstatement fee and annual report fees for each year or part of a year that the Company was dissolved;

WHEREAS, the authority of Brian K. Larkin, as successor trustee of the Trust, is evidenced by the following:

1. The Company was organized on January 23, 2001 by the filing of Articles of Organization by Gary R. Gorman as the acting organizer of the Company.

2. By that certain Assignment of Membership Interest executed by Gary R. Gorman, dated April 10, 2001, a copy of which is attached, ownership of all interests in the Company were assigned to Billie D. Mills as trustee of the Trust; and said Assignment of Membership Interest further directed that an amendment to the Articles of Organization of the Company be filed with the Florida Secretary of State reflecting such change in ownership.

3. Articles of Amendment of the Company were filed with the Florida Secretary of State on April 16, 2002; and said Articles of Amendment provided that the Company is a single-member limited liability company and that ownership of the limited liability company is transferred to, and the sole member of the limited liability company has changed to: Billie D. Mills as trustee under trust agreement dated January 12, 2001, and known as the Billie D. Mills Declaration of Trust.

4. Billie D. Mills was the initial trustee of the Trust.

5. Billie D. Mills died on October 30, 2011, creating a vacancy in the office of trustee of the Trust.

6. By that certain Order of the Circuit Court of the 17th Judicial Circuit, Winnebago County, Illinois, Case No. 2012 P 249, dated July 11, 2013, a copy of which is attached, Brian K. Larkin, was appointed as successor trustee of the Trust.

7. Brian K. Larkin, as successor Trustee, is the sole Member of the Company and holds all powers and authority vested in the members of the Company.

WHEREAS, Article VIII of the Operating Agreement of the Company dated January 10, 2001 (the "Operating Agreement"), provides that the decisions and actions of the Company shall be approved by a majority in interest of the members;

WHEREAS, Article X of the Operating Agreement provides that the Company may from time to time elect to designate one or more of its members, or nonmembers, as managers of the Company, who shall have authority to execute all instruments in the name of the Company as required to carry out decisions and actions approved by the members of the Company; and

WHEREAS, the sole Member of the Company has determined that it would be beneficial in order to facilitate the Company carrying out its business and effectuating its actions, that Brian K. Larkin be appointed as Manager of the Company.

WHEREAS, the sole Member of the Company has determined that a new Registered Agent must be appointed for the Company, and the law firm of Treiser & Collins, P.L., has consented to act as Registered Agent of the Company; and

WHEREAS, due to the aforesaid changes in the trustee of the Trust and its Registered Agent, and the appointment of Brian K. Larkin as Manager of the Company, the sole Member of the Company has determined that it is in the best interest of the Company to file Amended and Restated Articles of Organization of the Company.

NOW THEREFORE, it is hereby:

RESOLVED: That Brian K. Larkin is appointed to serve as Manager of the Company and, as Manager, he shall have the authority to execute all instruments in the name of the Company as required to carry out decisions and actions approved by the members of the Company.

RESOLVED: That the Company shall be reinstated by filing an appropriate application for reinstatement with the Florida Department of State and paying a reinstatement fee and annual report fees for each year or part of a year that the Company was dissolved.

RESOLVED: That the Company, acting through its sole Member, shall file Amended and Restated Articles of Organization of the Company with the Florida Department of State in the form required by law, identifying the Registered Agent and the Manager of the Company and including a statement of the authority of the Manager to execute all instruments in the name of the Company as required to carry out decisions and actions approved by the members of the Company; and further stating that "[T]hird parties dealing with the Company shall be entitled to rely conclusively upon the power and authority of the Manager to execute and deliver instruments in the name of the Company, to consummate the action or actions contemplated thereby, to evidence that such action or actions have been duly approved by the member or members of the Company, and to bind the Company thereto, without further inquiry in any such instance as to the facts thereof or the authority

of the Manager with respect to such action or actions."

RESOLVED: That the Manager, Brian K. Larkin, is hereby authorized, empowered and directed to take any and all further action, including executing and delivering any other instruments or documents on behalf of the Company, as such Manager in his sole judgment, upon advice of counsel or otherwise, shall deem necessary or advisable to accomplish the purposes of the resolutions set forth herein.

IN WITNESS WHEREOF, the undersigned sole Member, being the only Member of the Company, has signed this Written Consent of Sole Member of Mount Bierstadt, LLC, a Florida limited liability company as of the 19TH day of JULY, 2013.




Brian K Larkin, as successor trustee of
the Billie D. Mills Declaration of Trust,
under trust agreement dated January 12,
2001, Member

MOUNT BIERSTADT, LLC.
a Florida limited liability company

ACCEPTANCE OF APPOINTMENT AS MANAGER

The undersigned, having been duly appointed to serve as the Manager of Mount Bierstadt, LLC, a Florida limited liability company, hereby accepts such appointment as of the 19TH day of July, 2013.



Brian K Larkin

**Assignment of Membership Interest
Of
MOUNT BIERSTADT, LLC**

Whereas Mount Bierstadt, LLC, a limited liability company formed on January 12, 2001, and registered in the State of Florida, owns certain assets which Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust desires to acquire to complete their 1031 exchange;

And whereas Mount Bierstadt, LLC and Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust have agreed on a mutually agreeable purchase price for the transfer of ownership of Mount Bierstadt, LLC and its assets and liabilities;

And whereas Mount Bierstadt, LLC's manager/member desires to transfer ownership of Mount Bierstadt, LLC and its assets to Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust;


And whereas, Mount Bierstadt, LLC's manager/member has received good and sufficient consideration for the transfer of the ownership of Mount Bierstadt, LLC and all its assets and liabilities from Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust;

Now therefore the ownership of Mount Bierstadt, LLC and all its assets and liabilities shall be and hereby is transferred to Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust, and Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust assumes ownership of Mount Bierstadt, LLC, its assets and liabilities;

And further, an Amendment to the Articles of Organization of Mount Bierstadt, LLC reflecting such change in ownership has as of this same date been prepared for filing with the Secretary of State of Florida, and Billie D. Mills as Trustee Under Trust Agreement dated January 12, 2001 and known as The Billie D. Mills Declaration of Trust has agreed to file said document reflecting said change.

Done this 10th day of April, 2002.


Gary R. Gorman, Manager/Member
Mount Bierstadt, LLC


Billie D. Mills as Trustee Under Trust
Agreement dated January 12, 2001 and
known as The Billie D. Mills Declaration
of Trust, Exchanger


Date

FILEDDate: 7/11/13

STATE OF ILLINOIS
IN THE CIRCUIT COURT OF THE 17TH JUDICIAL CIRCUIT
WINNEBAGO COUNTY - IN PROBATE

Sharon A. Klein
Clerk of the Circuit Court

By _____ Deputy
Winnebago County, IL

IN THE MATTER OF THE ESTATE OF:)
THOMAS M. MILLS,)
DECEASED.)

Case No. 2012 P 249

ORDER

THIS CAUSE coming on for hearing on the 21st day of June, 2013, on all pending petitions and motions, with Brian K. Larkin, Administrator with the Will Annexed of the Estate of Thomas M. Mills, Attorney G. Michael Scheurich for William M. Mills, with Attorney Peter Savitski, Guardian Ad Litem of William T. Mills, and Attorney Kimberly McKenzie for Candace Evans, Guardian Of The Estate of William T. Mills, all present and with the court being fully advised in the premises, enters an Order as follows:

A. William M. Mills, having previously been ordered on March 18, 2013, to submit a complete listing of personal property by May 10, 2013, and no list having been provided, the court enters an Order requiring William M. Mills to submit his complete listing of personal property removed from the Sunmeadow property or from any other real estate owned by the Thomas M. Mills Estate, Thomas M. Mills Trust or the Billie D. Mills Trust on or before June 28, 2013. In the event William M. Mills fails to file a complete list of personal property which he has removed or has in his possession, the court will entertain sanctioning William M. Mills for the failure to submit the listing, which sanction may include a charge on any funds which William M. Mills is entitled to receive from the Estate or the Trust.

B. Based on the large amount of personal property already removed from the residential real estate, the court grants discretion to Brian K. Larkin, the Administrator With The Will Annexed, to determine what items of household goods and personal belongings should be retained for William T. Mills. The court specifically orders that the George Steck baby grand piano and the Waterbury wall clock shall be disposed of.

C. All parties and counsel present acknowledging that a Successor Trustee of the Billie D. Mills Trust is needed in order to prevent the loss of the Windjammer property, with William M. Mills objecting to any Successor Trustee being named, other than William M. Mills, with Candace Evans, the Guardian of the Estate of William T. Mills requesting that Brian K. Larkin be appointed as the Successor Trustee of the Billie D. Mills Trust, the court, over the objection of William M. Mills, orders that Brian K. Larkin is appointed as the Successor Trustee of the Billie D. Mills Trust.

D. William M. Mills, having previously agreed to account for the Social Security money received for William T. Mills, but no accounting filed, William M. Mills is ordered to account for the Social Security money which has been received for William T. Mills providing an itemization of the expenditure of all funds received from Social Security in the amount of approximately \$1,800.00 per month. This accounting shall be provided by July 19, 2013.

E. William M. Mills filed a Motion For Change Of Venue on May 24, 2013 which was noticed up for hearing on June 21, 2013, William M. Mills not having appeared and the court being fully advised of the Motion For Change Of Venue, denies

the Motion For Change Of Venue.

F. William T. Mills should have cell phone service. The cost of the cell phone service would be a proper expenditure from the Social Security money received for William T. Mills.

Dated: 7-11-13


Entered: 


Judge Lisa M. Fabiano

Read and Approved by:


Attorney G. Michael Scheurich


Attorney Peter Savitski



Attorney Kimberly McKenzie


Attorney Brian K. Larkin

Brian K. Larkin/#357
Attorney at Law
One Court Place - Suite 301
Rockford, IL 61101-1177
815/964-4601



I hereby certify that this document is a true, perfect and complete copy of the original on file in my office.


Clerk of the Circuit Court
Winnebago County, Illinois

By 
Deputy Clerk
Date July 11, 13