# Chartment of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

Clayton Interiors, LLC

Enclosed is an original and one copy of the articles of organization and a check for:

( ) Filing Fee and Registered Agent

Designation

()
Filing Fee,
Registered Agent
Designation, and
Certificate of Status

( ) Filing Fee, Registered Agent Designation, and Certified Copy (X)\$[138.75]
Filing Fee,
Registered Agent
Designation,
Certified Copy, and
Certificate of Status

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\*\*\*\*138.75 \*\*\*\*137.50

From: Robert J. Kanjian

301 Clematis St., Suite 206 West Palm Beach, FL 33401

(561) 835-0592

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### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 12, 2001

ROBERT J. KANJIAN 301 CLEMATIS ST., SUITE 206 WEST PALM BEACH, FL 33401

SUBJECT: CLAYTON INTERIORS, LLC

Ref. Number: W01000016047

We have received your document for CLAYTON INTERIORS, LLC and your check(s) totaling \$138.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article V refers to an exhibit which was not attached. Please either delete the reference or include an attachment, but be sure to note that the attachment cannot be an affidavit.

Please note that the amount you sent includes enough for a certificate, but not for a certified copy as well. Certified copies for an LLC are \$30, and the certificate is \$5; the filing and certification fees for LLC's are not the same as for corporations. The attached LLC form and instructions are enclosed for your reference.

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) 245-6958.

Lee Rivers Document Specialist

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Letter Number: 001A00041202

## ARTICLES OF ORGANIZATION OF CLAYTON INTERIORS, LLC

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

#### ARTICLE I - NAME

The name of the limited liability company shall be Clayton Interiors, LLC, ("company").

#### ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 345 30th Street, #111, West Palm Beach, FL 33407.

#### ARTICLE III - DURATION

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

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Clayton Hyslop, 345 30th Street, West Palm Beach, FL 33407.

#### ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the eash or property set forth in Exhibit "A". Desco

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII -MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 a unanimous vote of the remaining members.

#### 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 address of the members of the company are:

NAME

ADDRESS

Clayton Hyslop

345 30th Street West Palm Beach, FL 33407 IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at 301 Clematis St., West Palm Beach, Florida, on July 5, 2001.

Clayton Hyslop

STATE OF FLORIDA COUNTY OF PALM BEACH

Sworn to and subscribed before me this July 5, 2001 by Clayton Hyslop, who is personally known to me OR produced identification.

Type of identification produced:

Notary Public -- State of Florida

Robert J Kanjian

My Commission CC763445

Expires July 29, 2002

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SECALASSEL FLORIDA

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, Clayton Interiors, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is Clayton Interiors, LLC.
- 2. The name and address of the registered agent in Florida are: Clayton Hyslop 345 30th Street, West Palm Beach, FL 33407.

The undersigned, being the person named in the articles of organization of Clayton Interiors, LLC, 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.

Clayton Hyslop

Registered Agent