

UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301

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		OFFICE USE ONLY  August 7, 2001  CORPORATION NAME (S) AND DOCUMENT NUMBER (S):	
	Dadeland Ornamental Brokerage Nursery, LLC		
	Filing Evidence  □ Plain/Confirmation Cop	Type of Document  Certificate of Status	
	□ Certified Copy	□ Certificate of Good Standing \$\frac{2}{5}\$	
		□ Articles Only SET 7 □ A	
	Retrieval Request  Photocopy  Certified Copy	□ All Charter Documents to Inchide Articles & Amendments □ Fictitious Name Certificate □ Other □ Othe	
	NEW FILINGS	AMENDMENTS 22 ATTO	
	Profit	Amendment	
	Non Profit	Resignation of RA Officer/Director	
X	Limited Liability	Change of Registered Agent	
	Domestication	Dissolution/Withdrawal	
	Other	Merger	
		0000045232105 -08/07/0101069016	
_	OTHER FILINGS	REGISTRATION/QUALIFICATION *****155.00	
	Annual Reports	Foreign	
	Fictitious Name	Limited Liability	
	Name Reservation	Reinstatement	
	Reinstatement	Trademark	

Other

# ARTICLES OF ORGANIZATION OF DADELAND ORNAMENTAL BROKERAGE NURSERY, 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 is DADELAND ORNAMENTAL BROKERAGE NURSERY, LLC.

### **ARTICLE II: ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 14740 SW 98 Avenue Miami, Florida 33176

#### ARTICLE III: DURATION

The Limited Liability Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Limited Liability Company's existence shall be perpetual, unless the Limited Liability Company is dissolved earlier as provided in these Articles of Organization or in the Regulations.

# ARTICLE IV: REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE:

The name and the Florida street address of the registered agent of this Limited Liability Company in the State of Florida are:

VICTOR ISSA 14740 SW 98 Avenue Miami, Florida 33176

### ARTICLE V: ADMISSION OF NEW MEMBERS

Except as set forth in the Regulations, no additional members shall be admitted to the Limited Liability Company except with the unanimous written consent of all the members of the Limited Liability Company and on such terms and conditions as shall be determined by all the members. A member may transfer his interest in the Limited Liability Company as set forth in the regulations of the Limited Liability Company, but the transferee shall have no right to participate in the management of the business and affairs of the Limited Liability Company or become a member unless all of the members of the company other than the member proposing to dispose of his interest approve of the proposed transfer by written consent.

### ARTICLE VI: MEMBER'S RIGHT TO CONTINUE BUSINESS

The Limited Liability 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 Limited Liability Company, unless the business of the Limited Liability Company is continued by majority vote of all the remaining members.

### ARTICLE VII: MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The name and address of the member of the Limited Liability Company is: DADELAND ORNAMENTAL NURSERY, INC., a Florida corporation, 14740 SW 98 Avenue Miami, Florida 33176.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Coral Gables, Miami-Dade County, Florida on August 3, 2001.

DADELAND ORNAMENTAL NUBSERY, INC., a

Florida corporation

VICTOR ISSA, President

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## ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of DADELAND ORNAMENTAL BROKERAGE NURSERY, 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 duties, and is familiar with and accept the obligations of my position as registered agent.

VICTOR ISSA

SWORN TO AND SUBSCRIBED before me this day of August, 2001 by VICTOR ISSA, Individually and as the President of DADELAND ORNAMENTAL NURSERY, INC., a Florida corporation and who produced his Florida Driver's License as identification.

Notary Public-State of Florida At Large

My Commission Expires:

CFFICIAL NOTARY SEAL LINDA ROTH-CORTINA COMMISSION NUMBER CC723800 MY COMMISSION EXPIRES MAR. 11,2002

SECKETARY OF STATE