

L01000015968

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To:
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Account Name : FERNAND LAMOTHE, INC.
Account Number : 105057001570
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**LIMITED LIABILITY COMPANY
MAXXUM PROPERTIES LLC.**

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 18, 2001

FERNAND LAMOTH, INC.
721 S.E. 17TH ST., SUITE 200
FT. LAUDERDALE, FL 33316

SUBJECT: MAXXUM PROPERTIES LLC
REF: W01000021576

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Articles of Organization for limited liability companies do not have "INCORPORATOR'S."

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) 245-6918.

Nanette Cousseaux
Corporate Specialist Supervisor

FAX Aud. #: H01000100166
Letter Number: 401A00052131

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ARTICLES OF ORGANIZATION
OF
MAXXUM PROPERTIES LLC.

The undersigned incorporator, for the purposes of forming a limited liability company under the Florida Limited Liability Act, hereby adopts the following Articles of Organization.

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ARTICLE I NAME

The name of the limited liability company shall be "MAXXUM PROPERTIES LLC."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this limited liability company is 1300, South A1A,# 419, Jupiter, Fl, 33458

ARTICLE III EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE IV DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

Fernand Lamothe
Chartered Accountant
721 S. E. 17th Street, Suite 200
Fort Lauderdale, Fl. 33316
(954) 768-9548

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ARTICLE V PURPOSES AND POWERS

The Company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Fernand Lamothe, Chartered Accountant, 721 S. E. 17th Street, Suite 200, Fort Lauderdale, Florida 33316

ARTICLE VII MANAGEMENT

The Manager of the Company shall be:

Operating Manager: Armand Lemaire	Denise Lemaire
1300 South A1A, #419	1300, South A1A, #419
Jupiter, Fl 33458	Jupiter, Fl 33458

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 TALLAHASSEE, FLORIDA
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The Company is a manager-managed company.

ARTICLE VIII ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all member(s) of the Company and upon such terms and conditions as shall be determined by all member(s). 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 the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 the consent of all the remaining members, provided there are at least one remaining member.

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ARTICLE X MEMBERS

The Manager of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) 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 name and address of the member(s) of the Company are:

Armand Lemaire 50%
1300 South A1A, #419
Jupiter, Fl 33458

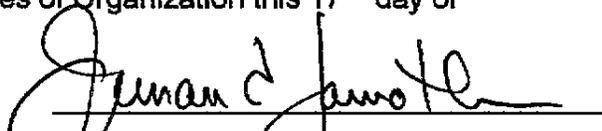
Denise Lemaire 50%
1300 South A1A, #419
Jupiter, Fl 33458

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ARTICLE XI CLASSIFICATION

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

The undersigned has executed these Articles of Organization this 17th day of September, 2001.



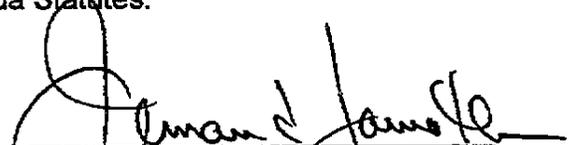
Fernand Lamothe, authorized representative

CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Company, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: September 17, 2001.



FERNAND LAMOTHE
Registered Agent

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