

# L01000019547

LAW OFFICES

**WILLIAM GUNDLACH, P.A.**

2780 EAST OAKLAND PARK BOULEVARD  
FORT LAUDERDALE, FLORIDA 33306

TELEPHONE (954) 564-0500

FAX (954) 564-4597

October 15, 2001

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Secretary of State  
The Capitol, Plaza Level 2  
Tallahassee, FL 32399-0250

**Re: Grisham Properties, LLC**

Gentlemen:

Enclosed please find the Articles of Organization of Grisham Properties, LLC, for filing with the Department of State, together with a check in the sum of \$250.00 as a filing fee.

If you find everything to be in order, please send an acknowledgement of the filing of the LLC by stamping such on the enclosed copy of the same and returning same to us.

Should you have any questions concerning this matter, please call me.

Sincerely yours,



William Gundlach

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WG:el

Name	Availability
Enclosures:	As stated
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

W01-24204

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LAW OFFICES  
**WILLIAM GUNDLACH, P.A.**  
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TELEPHONE (954) 564-0500  
FAX (954) 564-4597

October 15, 2001

Department of State  
The Capitol, Plaza Level 2  
Tallahassee, FL 32399-0250

**Re: Grisham Properties, LLC**


Gentlemen:

As per your letter of October 19, 2001, enclosed please find a check in the sum of \$155.00 to cover the \$100.00 Filing Fee, the \$25.00 Registered Agent Designation Fee, and \$30.00 for a certified copy of the Articles of Organization of Grisham Properties, LLC.

If you find everything to be in order, please send an acknowledgement of the filing of this LLC by stamping such on the enclosed copy of the same and returning same to us.

Should you have any questions concerning this matter, please call me.

Sincerely yours,

  
William Gundlach

WG:el

Enclosures: As stated



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 19, 2001

WILLIAM GUNDLACH  
2780 EAST OAKLAND PARK BLVD.  
FORT LAUDERDALE, FL 33306

SUBJECT: GRISHAM PROPERTIES, LLC  
Ref. Number: W01000024204

We have received your document for GRISHAM PROPERTIES, LLC and check totaling \$250.00. However, your check is being returned and your document is retained in our pending file.,

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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) 245-6020.

Tammi Cline  
Document Specialist

Letter Number: 401A00057794

**ARTICLES OF ORGANIZATION**  
**OF**  
**GRISHAM PROPERTIES, LLC**

The undersigned, intending to form and create a Limited Liability Company, as defined in §608.401, *et seq.*, the Florida Limited Liability Company Act, hereby states and certifies the following:

**ARTICLE I - NAME**

1. The name of the limited liability company shall be **GRISHAM PROPERTIES, LLC.**

**ARTICLE II - DURATION**

2. The period of its duration shall be perpetual.

**ARTICLE III - ADDRESS**

3. The mailing address and the street address of the principal office of the limited liability company is: 2340 N. W. 29th St., Ft. Lauderdale, FL 33311.

**ARTICLE IV - REGISTERED AGENT**

4. The name and street address of the initial Registered Agent and the Registered Office shall be: CLARENCE J. GRISHAM, 2340 N. W. 29th St., Ft. Lauderdale, FL 33311.

**ARTICLE V - POWERS**

5. This limited liability company shall have all of the powers set forth in Section 608.404, Florida Statutes.

**ARTICLE VI - MANAGERS**

6. This Limited Liability Company is to be a manager-managed company and will be managed by one or more managers.

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TALLAHASSEE, FLORIDA

## **ARTICLE VII - REGULATIONS**

7. The powers to adopt, alter, amend or repeal the regulations of this Limited Liability Company shall be vested in the members of the company. Regulations adopted by member may be repealed or altered, and new regulations may be adopted by members.

## **ARTICLE VIII - VOTE**

8. All members shall be entitled to vote on matters relating to the Limited Liability Company and each member's vote shall be in proportion to such member's relative capital account; however, if the capital account is negative or zero, each member shall have one (1) vote.

## **ARTICLE IX - ADMISSION OF MEMBERS**

9. CLARENCE J. GRISHAM and CLARENCE JOSEPH GRISHAM, JR. are the first two (2) members of this limited liability company. No person may be admitted as a member unless each member consents in writing to the additional admission of an additional member.

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TALLAHASSEE, FLORIDA

## **ARTICLE X - BINDING EXECUTIONS**

10. Instruments and documents providing for the acquisition, mortgage or disposition of property of the limited liability company, shall be valid and binding upon the company only if they are executed by all managers then serving the Limited Liability Company.

## **ARTICLE XI - PROFITS AND LOSSES**

11. The profits and losses of this company shall be allocated among the members on the basis of each member's relative capital account.

## ARTICLE XII - ASSIGNMENT OF INTEREST

12. A member's interest in the company is not assignable, in whole or in part, unless a majority of the non-assigning members consent to the assignment. Any assignment consented to does not dissolve the company, nor does it entitle the assignee to become or to exercise any rights or powers of the member. An assignment only entitles the assignee to share in the profits and losses, to receive distributions, and to receive allocations of income, gain, loss or credit, to which the assignor was entitled, to the extent assigned. The assignee of an interest may become a member only if all other members consent.

## ARTICLE XIII - CERTIFICATE OF LIMITED LIABILITY

13. A member's interest in this company is personal property and shall be evidenced by a Certificate of Limited Liability Company interest. The member shall receive the Certificate at the time of the contribution of cash, property or other assets to the company.

## ARTICLE XIV - NON-LIABILITY OF MEMBERS AND MANAGERS

14. Neither the members of the company nor the manager are liable under a judgment, determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member seeking indemnification.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 9<sup>th</sup> day of September, 2001, at Ft. Lauderdale, Broward County, Florida 33306, by **CLARENCE J. GRISHAM**, a member of this Limited Liability Company.

  
**CLARENCE J. GRISHAM, Member**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )

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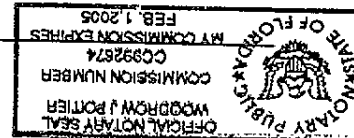
COUNTY OF BROWARD )

Before me personally appeared **CLARENCE J. GRISHAM** who is to me known to be the person who executed the foregoing Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 9<sup>th</sup> day of September, 2001.

Woodrow J. Porter  
Notary Public Signature  
My commission expires: \_\_\_\_\_

**REGISTERED AGENT ACCEPTANCE**



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 the 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.

Clarence J. Grisham  
**CLARENCE J. GRISHAM**