# Dorothy A. Hudson

CHARTERED ATTORNEY AT LAW

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BOARD CERTIFIED REAL ESTATE ATTORNEY

May 24, 2002

\*\*\*\*125.00 \*\*\*\*125.00

State of Florida Division of Corporation 409 E. Gaines Street Tallahassee, Florida 32399

RE: FILING

Enclosed for filing is ARTICLES OF ORGANIZATION OF WOODLEY VENTURES, LLC, consisting of three pages. Also enclosed is a check in the amount of \$125.00 as filing fee.

Please return a copy to the address as indicated in the letterhead. A return envelope is enclosed for your convenience.

Thank you for your consideration in this matter.

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Yours very truly,

Dorothy A. Attorney at Law

DAH/lp **Enclosures** 

## ARTICLES OF ORGANIZATION FOR WOODLEY VENTURES, LLC FLORIDA LIMITED LIABILITY COMPANY

PILED S 02 IINY 29 PH L SEGNLTANT OF ST TALLAIMSSEE, FL

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 He the following Articles of Organization.

#### ARTICLE I Name

The name of the limited Liability Company is WOODLEY VENTURES, LLC ("Company").

### ARTICLE II Address

The mailing address and street address of the principal office of the Limited Liability Company is 2903 Cardinal Drive, Vero Beach, Florida 32963

#### ARTICLE III <u>Duration</u>

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of Sate or another effective date as 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 is:

Dorothy A. Hudson 2903 Cardinal Drive Vero Beach, FL 32963

#### ARTICLE V <u>Capital Contributions</u>

The members of the Company shall contribute to the capital, property or services to the Company as may be agreed upon by the members from time to time, provided such agreement be in the Operating Agreement or such other instrument, in writing.

#### ARTICLE VI Additional Capital Contributions

Each member shall make additional capital contributions to the Company 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 such 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 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 Members' 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 unanimous vote of all the remaining members.

### ARTICLE IX Management

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision 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 initial manager of the Company is:

Dorothy A. Hudson 2903 Cardinal Drive Vero Beach, FL 32963

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at  $\frac{\text{Vero Beach}}{\text{New Bounds}}$ , Florida, on  $\frac{\text{Mu}}{\text{New Bounds}}$ , 2002.

Signed, sealed and delivered In the presence of:

Dorothy A. Hudson

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of WOODLEY VENTURES, 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.

Dorothy A. Hudson

EXPIRES: Jun 16, 2004
1-900-S-NOTARY Ft. Notary Service & Bonding, Inc.

Date