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LAW OFFICE OF  
**DAVIS & MARLOWE**  
A Professional Association

Gary L. Davis  
Russell G. Marlowe

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2002 SEP -3 AM 11:24

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

August 30, 2002

Department of State  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

200007477802--6  
-09/03/02--01055--022  
\*\*\*\*155.00 \*\*\*\*155.00

**SUBJECT: 7615 Valencia Avenue, L.C.**

Enclosed is an original and one(1) copy of the articles of organization and a check for :

☒ \$100.00  
Filing Fee

☐ \$25.00  
Designation of  
Registered Agent

☒ \$30.00  
Certified Copy

☐ \$5.00  
Certificate of Status

**ADDITIONAL COPY REQUIRED**

From: Davis & Marlowe, P.A.  
8726 Old County Road 54, Suite E  
New Port Richey, FL 34653  
Daytime Phone: (727) 376-3330

**NOTE: Please provide the original and one copy of the articles.**

Sincerely:  
Davis & Marlowe, P.A.

By:   
Gary L. Davis

Enclosures

J. BRYAN SEP - 4 2002

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**ARTICLES OF ORGANIZATION OF 7615 VALENCIA AVENUE, L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **7615 VALENCIA AVENUE, L.C.**, and its principal office shall be located at **13007 Pebble Beach Circle, Hudson, Florida, 34667** and the mailing address is **the same**, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II  
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any

power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on or exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: **Lawrence Scaduto, 13007 Pebble Beach Circle, Hudson, Florida 34667** and **Laura Weigman, 13007 Pebble Beach Circle, Hudson, Florida 34667**.

### ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of **all** members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

### ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of **\$13,000.00** cash shall be paid to the limited liability company by the **TWO** members in equal shares in the amount of **\$6,500.00**. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

### ARTICLE VII PROFITS AND LOSSES

(a). Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members at least annually before the end of the calendar year or more often and at such other times as all the members can agree.

(b). Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

### ARTICLE VIII DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

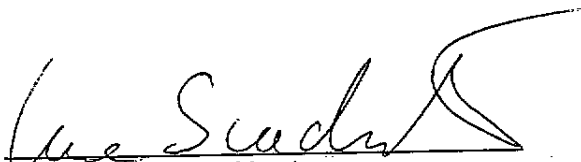
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**ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is **Davis & Marlowe, P.A., 8726 Old County Road 54, Suite E, New Port Richey, Florida, 34653**, and the name of the company's initial registered agent at that address is **Gary L. Davis**.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **7615 VALENCIA AVENUE, L.C.**

Executed by the undersigned at New Port Richey, Florida on August 30, 2002.

  
Lawrence Scaduto, Member

  
Laura Wiegman, Member

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DESIGNATION OF REGISTERED AGENT AND OFFICE  
FOR 7615 VALENCIA AVENUE, L.C.

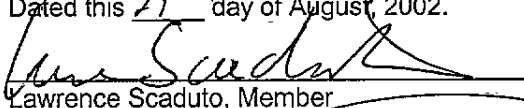
State of Florida  
County of Pasco

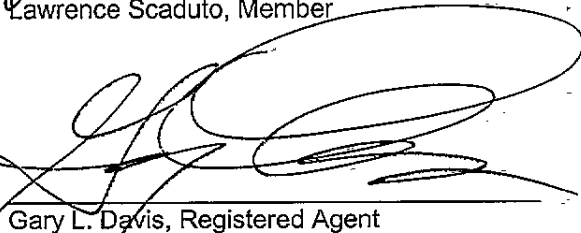
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company **7615 VALENCIA AVENUE, L.C.** submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the limited liability company is **7615 VALENCIA AVENUE, L.C.**
2. The name of the registered agent for **7615 VALENCIA AVENUE, L.C.** is **Gary L. Davis** and the street address of the principal office where the agent is located is **Davis & Marlowe, P.A., 8726 Old County Road 54, Suite E, New Port Richey, Florida 34653.**

This statement is to acknowledge that, as indicated above, **7615 VALENCIA AVENUE, L.C.** has appointed me, **Gary L. Davis**, as its registered agent and to accept service of process for the limited liability company at the place designated above in this certificate. I accept this 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..

Dated this 29<sup>th</sup> day of August, 2002.

  
Lawrence Scaduto, Member


  
Gary L. Davis, Registered Agent

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The foregoing instrument was sworn and subscribed before me this 29<sup>th</sup> August, 2002, by **Lawrence Scaduto**, and **Gary L. Davis** who is/are personally known to me or has/have produced a Fl. D/L as identification.

[Notary Seal]

NOTARY PUBLIC - STATE OF FLORIDA  
KAREN L. HAMILTON  
COMMISSION # CC852043  
EXPIRES 7/5/2003  
BONDED THRU ASA 1-888-NOTARY1

  
Notary Public  
Printed Name: \_\_\_\_\_  
My Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_