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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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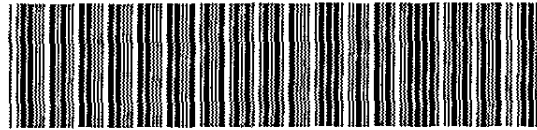
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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January 2, 2003

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: New Entity LLC Articles of Organization Filing

To Whom It May Concern:

Enclosed are the Articles of Organization for Celsius Mortgage LLC, to be filed with your office.

A check in the amount of \$155.00 has been enclosed to cover the cost of filing the Articles, designating the Registered Agent, and a request for Certified Copy of the recorded Articles.

If you have any questions, please call 703-608-8350.

Sincerely,



ANDRE DILLENSEGER
13453 LOCK LOOP
WOODBIDGE, VA. 22192

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
CELSIUS MORTGAGE LLC**

I, the undersigned natural person am eighteen years or age or older. I am acting in the capacity as an organizer of a limited liability company pursuant to Chapter 608, Florida Statutes. I hereby adopt the following Articles of Organization for a limited liability company.

ARTICLE 1. NAME

- 1.1 The name of the Limited Liability Company is CELSIUS MORTGAGE LLC.

ARTICLE 2. DURATION

- 2.2 The period of its duration is perpetual unless the company dissolves in accordance with its Operating Agreement or by a law stating the maximum time so allowed, whichever time is greater.

ARTICLE 3. PURPOSES

- 3.1 The purpose for which this limited liability company is organized is to transact any lawful business for which limited liability companies may be organized under the laws of Florida including but not limited to the following:

- a. To carry on any business or any other legal or lawful activity allowed by law.
- b. To acquire, own, use, convey and otherwise dispose of and deal in real or personal property or any interest therein.
- c. To manufacture, buy, sell and generally deal in goods, wares and merchandise of every class and description, both real and personal and tangible.
- d. To buy, rent, sell, manufacture, produce, assemble, distribute, repair and service any and all products or services in which the company desires to engage.
- e. To do such other things as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed.
- f. To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.

- 3.2 The foregoing shall be construed, as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner, the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

- 3.3 The limited liability company may in its Operating Agreement confer powers, not in conflict with law, upon its manager(s) and members in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by statute.

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ARTICLE 4. PRINCIPAL PLACE OF BUSINESS

- 4.1 The mailing and street address of the limited liability company's principal place of business is:

13453 LOCK LOOP
WOODBIDGE, VIRGINIA 22192

ARTICLE 5. NAME & ADDRESS OF INITIAL REGISTERED AGENT

- 5.1 The Name of the Limited Liability Company's initial Registered Agent is:
HEND SHUAIB
- 5.2 The address of the Limited Liability Company's initial Registered Office is:
600 NE 36TH STREET PH-11
MIAMI, FLORIDA 33137

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ARTICLE 6. MANAGEMENT

- 6.1 Members shall manage the Limited Liability Company.

ARTICLE 7. ORGANIZER

- 7.1 The name and address of the organizer is:
ANDRE DILLENSEGER
13453 LOCK LOOP
WOODBIDGE, VIRGINIA 22192

ARTICLE 8. CAPITAL & ADDITIONAL MEMBERS

- 8.1 Initial capital:
- a. The Limited Liability Company will not commence business until it has received \$1,000.00 (one thousand dollars) for the issuance of its Certificates of Membership Interest consideration consisting of money, labor done, a promissory note, or property received.
- 8.2 Additional members:
- a. Additional members shall be admitted upon the written consent of all the members.

ARTICLE 9. VOTING

- 9.1 Each percentage of membership interest has one (1) vote on each matter on which the membership interest is entitled to vote.
- 9.2 Cumulative voting is not allowed.

9.3 There are no preemptive rights on behalf of any Member.

ARTICLE 10. MAJORITY VOTING

10.1 With respect to any matter, other than the election of the Managers, for which the affirmative vote of the holders of a specified portion of the membership interest entitled to vote is required by Chapter 608, Florida Statutes, and notwithstanding that such Chapter may require a portion of the membership interest entitled to vote that exceeds that specified in this Article, the act of the Members on that matter shall be the affirmative vote of the holders of a majority of the membership interest entitled to vote on that matter, rather than the affirmative vote otherwise required by such Chapter.

ARTICLE 11. COMPANY ACTIONS

11.1 Any action required by Chapter 608, Florida Statutes, and any amendments thereto, shall be taken at any annual or special meeting of Members of the Limited Liability Company.

11.2 Or any action which may be taken at any annual or special meeting of Members of the Limited Liability Company, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted.

11.3 Any such written consent must be dated, signed and delivered in the manner required by, and shall be effective for the period specified by Chapter 608, Florida Statutes, and any amendments thereto, and the taking of any such action by written consent shall be subject to satisfaction of all applicable requirements of such Chapter.

11.4 Prompt notice of the taking of any action by Members without a meeting by less than unanimous written consent shall be given to those Members who did not consent in writing to the action.

ARTICLE 12. RESTRICTIONS ON ITS TRANSFERABILITY

12.1 The membership interest of the Limited Liability Company will be subject to restrictions on its transferability as set out in the Operating Agreement of the Limited Liability Company, which Operating Agreement will be kept with the records of the Limited Liability Company.

12.2 The Limited Liability Company will provide a copy of the Operating Agreement without charge to any record holder of a membership interest upon written request addressed to the Limited Liability Company at its principal business office or its registered agent's address.

ARTICLE 13. CONTINUITY OF BUSINESS

13.1 All of the remaining members of the company may agree to continue the business upon the death, retirement, resignation, expulsion, and bankruptcy or other withdraw of a member.

ARTICLE 14. REGISTERED AGENT ACKNOWLEDGEMENT

14.1 I, the undersigned, as registered agent for Celsius Mortgage LLC, acknowledge these Articles of Organization. I further understand the nature and scope of the registered agent's role, pursuant to Chapter 608, Florida Statutes, and unconditionally accept the obligations of the position.


Hend Shuaib, Registered Agent


Andre Dillenseger, Organizing Member

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