

LD3000009504

Ginger Simmons

(Requestor's Name)

CSC

(Address)

(Address)

(City/State/Zip/Phone #)

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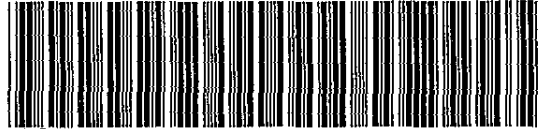
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 967932 7179256

AUTHORIZATION :

COST LIMIT : \$ 160.00

Patricia Pizant

ORDER DATE : March 14, 2003

ORDER TIME : 1:39 PM

ORDER NO. : 967932-030

CUSTOMER NO: 7179256

CUSTOMER: Virginia Manning, Legal Asst
Lightsey & Associates, P.a.

808 South Denning Drive

Winter Park, FL 32789

DOMESTIC FILING

NAME: HARBOR OAKS OUTPARCEL, L.C.

FILE 3RD

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
HARBOR OAKS OUTPARCEL, L.C.**

The undersigned authorized representative hereby executes these Amended and Restated Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

Harbor Oaks Outparcel, L.C.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

1801 S. Keene Road
Clearwater, Florida 33756

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 1801 S. Keene Road, Clearwater, Fl 33756, and the initial registered agent of the Company at such office shall James J. White. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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ARTICLE IV

Operating Agreement

The power to adopt the Operating Agreement of the Company, to alter, amend or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the Members of the Company. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Management of Business

The business of the Company shall be managed by the Members. One of the Members shall serve as the Managing Member elected by all the Members in accordance with the terms of the Operating Agreement of the Company. The Managing Member must be a Member of the Company. The Managing Member shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company.

ARTICLE VI

Amendment of Articles of Organization

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.

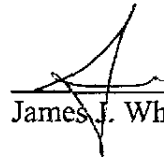

James J. White, Member

HARBOR OAKS OUTPARCEL, L.C.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 13th day of March, 2003.


James J. White

