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CUSTOMER NO: 7362192

CUSTOMER: H. William Vazquez, Esq.

The Law Offices Of H. William

Vazquez, P.a.

Suite 105

2500 Maitland Center Parkway

Maitland, FL 32751

### DOMESTIC FILING

NAME: EXCEPTIONAL TITLE II, LLC

### EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

\_\_\_\_\_

# ARTICLES OF ORGANIZATION FOR EXCEPTIONAL TITLE II, LLC, a Florida Limited Liability Company

### **ARTICLE I. - NAME**

SA BY SANDE The name of the Limited Liability Company is: Exceptional Title II, LLC.

### ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of Exceptional Title II, LLC, is: 2500 Maitland Center Parkway, Suite 105, Maitland, FL 32751.

# ARTICLE III. - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

H. William Vazquez, Esq. 2500 Maitland Center Parkway Suite 105 Maitland, FL 32751.

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.

### ARTICLE IV. - MANAGEMENT

Exceptional Title II, LLC, is to be managed by member-managers. addresses of such member-managers who are to serve as member-managers are:

H. William Vazquez, Esq.
c/o Exceptional Title Insurance Agency, Inc.
2500 Maitland Center Parkway
Suite 105
Maitland, FL 32751



## ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members, and the terms and conditions of such admissions, shall be made by unanimous agreement of all Member-Managers.

### ARTICLE VI. - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right of the remaining members of Exceptional Title II, LLC, to continue the business on the death, retirement, resignation, expulsion, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, shall be as follows:

The members of Exceptional Title II, LLC, agree that the company shall not automatically dissolve upon the death, retirement, resignation, expulsion, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company. In the alternative, the remaining members shall vote to determine whether to continue the business when a member leaves. The business of the limited liability company shall continue as before if the consent of all the remaining members is given as provided below, thereby dispensing with the need to dissolve and wind-up the business.

Exceptional Title II, LLC shall continue, despite the dissociation of any member-manager or member, if consent is given by:

- (1) The remaining members holding a majority of the sharing ratios of all the remaining members. This determination shall be based on a reasonable estimate of profits from the date of the dissociation to the projected termination of the limited liability company, taking into account present and future allocations of profits under the operating agreement that is in effect as of the date of the dissolution event; and
- (2) The remaining members holding a majority of the capital accounts of all of the remaining members. This determination shall be made as of the date of the dissociation.

The rights of the members expressed herein are intended to conform with Section 608.441(1)(c), Florida Statutes.

Member Signature

(In accordance with §608.408(3), Florida Statues, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

H. William Vazguez