

L030000030487

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

8p



900021612569

07/29/03--01077--006 **133.75

08/15/03--01002--029 **26.25

W28/15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:07



Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

July 28, 2003

UPS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

W03-21996

Re: **MDG – Moreno Development Group, LLC**

Dear Sirs:

Enclosed is an executed original and one copy of the Articles of Organization of MDG – Moreno Development Group, LLC, and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$133.75 in payment of the following fees is also enclosed:

Filing Fee	\$	100.00
Certificate Designating Resident Agent		25.00
Certified Copy		8.75
Total	\$	133.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:07

Please file these originals and certify and return the copies of the enclosed Articles of Organization and Resident Agent Certification.

Yours very truly,

Sheila T. Taylor
Assistant to Angela J. Jones

AJJ/stt
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

SSSS
woodbine Rd
pau 32571

August 5, 2003

SHEILA T. TAYLOR
LOCKLIN & JONES, P.A.
6460 JUSTICE AVENUE
MILTON, FL 32570

SUBJECT: MDG - MORENO DEVELOPMENT GROUP, LLC
Ref. Number: W03000021996

We have received your document for MDG - MORENO DEVELOPMENT GROUP, LLC and check(s) totaling \$133.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$26.25. Refer to the attached fee schedule for breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The document must contain both the street address of the principal office and the mailing address of the entity.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

The last page of your document refers to "Articles of Incorporation" and to "the above stated corporation."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 503A00044802

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

03 AUG 15 PM 3:07

Articles of Organization of

MDG – Moreno Development Group, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:01

1. The name of the limited liability company is MDG – Moreno Development Group, LLC, and the purpose of this LLC is to engage in any and all lawful business permitted under the laws of the State of Florida. The street address of the principal office and the mailing address of the entity is 5555 Woodbine Road, Pace, Florida 32571.

2. The address of its registered office in the State of Florida is 6460 Justice Avenue, Milton, Florida 32570. The name of its registered agent at such address is Angela J. Jones.

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

4. Each member of the limited liability shall contribute equally to the costs relating to the operation and maintenance of the limited liability company.

5. In the event that any member fails to pay its share of the costs described in 4, above, the other members of the limited liability company are authorized to make such payment or payments. Any amounts so advanced by any member shall bear interest at the rate of two percent (2%) per month from the date of the advance and shall be due immediately upon written demand for payment. If the full amount of such advance or advances, together with interest thereon is not paid by the member for whom such advance was made, within ten days after receipt of such notice of demand for payment, then such member shall be in default hereunder. In

the event of the sale of all or part of the Property, the net proceeds of the sale shall be distributed in the following order of priority: first to reimburse the non-defaulting members for payments made on behalf of the other member plus the interest thereon; then, the non-defaulting member shall be reimbursed for its interest in the Property; then equally among the members. In the event of the sale of the Property at a loss such defaulting member shall bear its share of such loss.

6. All matters relating to the management, operation and sale of the Property shall be decided by all of the members, except that if any member becomes a defaulting member for over 30 days, the other members shall have full power to make all decisions relating to the management, operation and sale of such property.

7. No member shall sell, transfer, mortgage, or otherwise dispose of, or encumber interest in the company without first giving written notice to the other members of its intention to do so. The notice shall set forth the terms on which the member proposes to sell, transfer, mortgage, or otherwise dispose of or encumber its interest, and the identity of the person or persons to whom it is proposed to sell, transfer, or encumber such interest. The non-offering members shall have ten days after the receipt of such notice in which to elect to acquire the interest on the same terms and conditions as contained in the letter. If the members to whom the notice is given do not elect to acquire the interest on the terms provided herein within the ten-day period, then the member giving the notice shall have the right to sell, transfer, mortgage, or otherwise dispose of, or encumber its interest, on the same terms as provided in the notice, for a period of 90 days after the expiration of the ten-day period. After the expiration of the 90-day period, the member giving the notice shall not sell, transfer, mortgage or otherwise dispose of, or encumber his or her interest in the company without again complying with the terms of this

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:07

paragraph. If the member to whom notice is given elects to purchase the interest, the closing shall occur within 30 days thereafter or its right to purchase shall terminate.

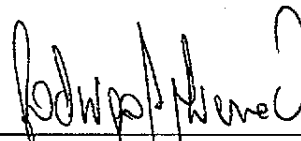
8. Upon the death of any member, the surviving members shall have the option to purchase the deceased member's interest in the company for its then fair market value as determined by an appraisal. The appraiser shall be selected by the personal representative of the deceased member and its appraisal shall be conclusive. The option shall be exercised within 15 days after the death of a member and the closing shall occur within 60 days thereafter.

9. Management of this limited liability company is reserved to its member, whose name and address is as follows:

Rodrigo A. Moreno

5555 Woodbine Road
Pace, Florida 32571

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Organization
on the 28 day of July, 2003.



Rodrigo A. Moreno


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:07

STATE OF FLORIDA

COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared **Rodrigo A. Moreno**, to me well known and known to me to be the individual described in or who presented _____ as identification, and who executed the foregoing Articles of Organization of **MDG-Moreno Development Group, LLC**, and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 28th day of July, 2003.



Notary Public
My commission expires: _____

SHEILA T. TAYLOR
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC954715
EXPIRES 7/28/2004
BONDED THRU ASA 1-388-NOTARY1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:08

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

MDG – MORENO DEVELOPMENT, LLC, desiring to organize under the Laws of the
State of Florida with its principal office as indicated in the Articles of ^{Organization} ~~Incorporation~~ at Pace, Santa
Rosa County, Florida, has named **Angela J. Jones, 6460 Justice Avenue, Milton, Florida 32570**,
as agent to accept service of process within the state.

Dated this the 28 day of July, 2003.

MDG – MORENO DEVELOPMENT GROUP, LLC

BY: _____

Rodrigo A. Moreno

ACCEPTANCE

Having been named to accept service of process for the above stated ^{LLC} ~~corporation~~, at the
place designated in this certificate, I hereby accept to act in this capacity and agree to comply with
the provisions of the act relative to keeping open an office.

Angela J. Jones

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 AUG 15 PM 3:08