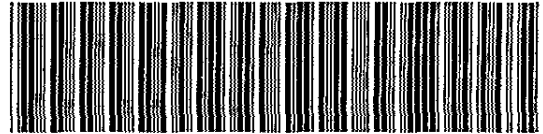


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TALLAHASSEE, FLORIDA



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10/30/03--01069--002 \*\*125.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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W03-32696

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DAVID W. WILCOX

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308 THIRTEENTH STREET WEST  
BRADENTON, FLORIDA 34205

TELEPHONE: (941) 746-2136

October 28, 2003

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MAILING ADDRESS:  
P. O. BOX 711  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA 34206  
TELECOPIER: (941) 747-2108

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

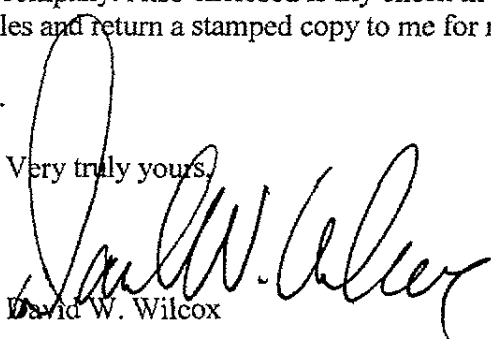
RE: Articles of Organization  
Wendy Kay Foldes, PL

Dear Sir/Madame:

Enclosed herewith please find an original and one copy of Articles of Organization and Designation of Registered Agent for the above referenced company. Also enclosed is my check in the amount of \$125.00 for the filing fee. Please file the articles and return a stamped copy to me for my records.

Thank you for your cooperation in this matter.

Very truly yours,

  
David W. Wilcox

DWW: bbw  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

**FILED**  
04 JAN -8 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 5, 2003

DAVID W. WILCOX  
P.O. BOX 711  
BRADENTON, FL 34206

SUBJECT: WENDY KAY FOLDES, PL  
Ref. Number: W03000032696

We have received your document for WENDY KAY FOLDES, PL and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A brief description of the entity's nature of business must be included in the document.

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) 245-6094.

Agnes Lunt  
Document Specialist

Letter Number: 203A00060392

LAW OFFICES OF  
**DAVID W. WILCOX**

308 THIRTEENTH STREET WEST  
BRADENTON, FLORIDA 34205

TELEPHONE: (941) 746-2136

November 17, 2003

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04 JAN -8 PM 2:42  
MAILING ADDRESS:  
P.O. BOX 711  
BRADENTON, FLORIDA 34205  
TALLAHASSEE, FLORIDA  
TELECOPIER: (941) 747-2108

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

RE: Articles of Organization  
WENDY KAY FOLDES, PL  
Ref. Number: W03000032696

Dear Sir/Madame:

Enclosed herewith please find an original and one copy of Articles of Organization and Designation of Registered Agent for the above referenced company along with a copy of a letter from your Department dated November 5, 2003. We have amended the document as indicated. Please file the articles and return a stamped copy to me for my records.

Thank you for your cooperation in this matter.

Very truly yours,

  
David W. Wilcox

DWW: bbw  
Enclosures



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04 JAN -8 PM 2:42

FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State  
TALLAHASSEE, FLORIDA

December 9, 2003

DAVID W. WILCOX  
P.O. BOX 711  
BRADENTON, FL 34206

SUBJECT: WENDY KAY FOLDES, PL  
Ref. Number: W03000032696

We have received your document for WENDY KAY FOLDES, PL. However, the document has not been filed and is being returned for the following:

Please remove any reference to Professional Limited Liability Company.

The name of the entity must be identical throughout the document.

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) 245-6094.

Agnes Lunt  
Document Specialist

Letter Number: 603A00066078

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**ARTICLES OF ORGANIZATION** SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**WENDY KAY FOLDES, PL**

The undersigned certify that we have associated ourselves together for the purpose of becoming a professional liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of professional 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 professional liability company.

**ARTICLE I.**

**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the professional liability company shall be **WENDY KAY FOLDES, PL**, and its principal office shall be located at 308 13<sup>th</sup> Street West, Bradenton, FL 34205, 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, as amended from time to time, for professional liability companies, the general nature of the business or businesses to be transacted, and which the professional liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes for such real estate activities pursuant to Chapter 475.

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, as amended from time to time, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do, and to specifically render the same professional service to the public for which such members are required by law to be licensed.

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 professional 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.

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5. To exercise all or any of the professional 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 professional 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 professional 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 professional liability company to carry on any business, exercise any power, or do any act which a professional liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III.**

#### **EXERCISE OF POWERS**

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

### **ARTICLE IV.**

#### **MANAGEMENT**

1. Management of this professional liability company is reserved to its members, whose names and addresses are as follows:

**WENDY K. FOLDES, 770 Palm Avenue South, #1201, Sarasota, FL 34236**

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2. The members may designate one of the members to act as the primary manager of the company.

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TALLAHASSEE, FLORIDA

## **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 professional liability company.

A member's interest in the professional liability company may not be sold or otherwise transferred except with unanimous written consent of all members and may only be sold or transferred to another professional corporation or professional liability company, or individual, each of which must be eligible to be a member of the professional liability company.

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 professional 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 \$100 cash shall be paid to the professional liability company by the members in equal shares. 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 professional liability company business that remain after the payment of the expenses of conducting the business of the professional 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 each year on the anniversary date of the commencement of business of the professional liability company.

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



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TALLAHASSEE, FLORIDA

**ARTICLE VIII.**

**DURATION**

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

**ARTICLE IX.**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the professional xxxxx liability company is 308 13<sup>th</sup> Street West, Bradenton, FL 34205 and the name of the company's initial registered agent and his address is David W. Wilcox, Esquire, 308 13<sup>th</sup> Street West, Bradenton, FL 34205.

The undersigned, being the original members of the professional xxxxx liability company, certify that this instrument constitutes the proposed Articles of Organization of **WENDY KAY FOLDES, PL.**

Executed by the undersigned at Bradenton, Florida on October 28, 2003.

**WENDY KAY FOLDES, PL**

By:

Wendy Kay Foldes  
**WENDY KAY FOLDES, Managing Member**

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DESIGNATION OF REGISTERED AGENT

04 JAN -8 PM 2:42

STATE OF FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COUNTY OF MANATEE

PURSUANT to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida xxxxxxxx Limited Liability Company Act, and Section 621.13 of the Professional Service Corporation and Limited Liability Company Act, the professional xxxxxx liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:


The name of the professional xxxxx liability company is **WENDY KAY FOLDES, PL**.

The name of the registered agent for **WENDY KAY FOLDES, PL** is **DAVID W. WILCOX, Esquire** and the street address of the company's principal office where the agent is located is 308 13<sup>th</sup> Street West, Bradenton, FL 34205.

This statement is to acknowledge that, as indicated above, **WENDY KAY FOLDES, PL** has appointed me, **DAVID W. WILCOX**, as its registered agent to accept service of process for the 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.

Dated October 28, 2003.

**WENDY KAY FOLDES, PL**

  
Wendy Kay Foldes, Managing Member

**REGISTERED AGENT**

  
DAVID W. WILCOX, Esquire

The foregoing instrument was acknowledged before me this October 28, 2003 by **DAVID W. WILCOX**, agent on behalf of **WENDY KAY FOLDES, PL**, a professional xxxxxx liability company. He is personally known to me.

  
NOTARY PUBLIC

