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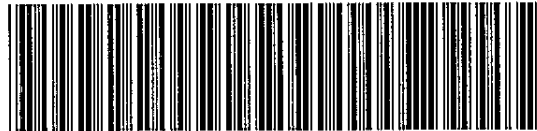
(Business Entity Name)

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CORPORATIONS
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DIVISION OF CORPORATION
ALABAMA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 439444 8820A

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 155.00

ORDER DATE : February 13, 2004

ORDER TIME : 11:13 AM

ORDER NO. : 439444-005

CUSTOMER NO: 8820A

CUSTOMER: Robert Bruce Snow, Esq
Robert Bruce Snow, Esq

112 North Orange Avenue

Brooksville, FL 34601

DOMESTIC FILING

NAME: AGSND, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

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2004 FEB 13 PM 2:45
CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
AGSND, LLC**

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

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **AGSND, LLC**. The mailing address and the street address of the principal office of this investment liability company is 11331 Cortez Boulevard, Spring Hill, Florida 34613, 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 for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
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, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
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 limited 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 as 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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TALLAHASSEE, FLORIDA

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J. J. HALL
TALLAHASSEE, FLORIDA

5. To exercise all or any of the limited 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 limited liability companies for profit.

6. To do everything necessary, proper, advisable, or covenant 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 limited 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 seemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III. MANAGEMENT

This limited liability company shall be managed by one manager. The name and address of the person who shall serve until his successor is elected and qualified is **ADEL M. ELDIN**, 11331 Cortez Boulevard, Brooksville, Florida 34613. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV. DURATION

This limited liability company shall exist until dissolved in a manner provided by law.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the limited liability company for service of process is 11331 Cortez Boulevard, Brooksville, Florida 34613. The name of the limited liability company's initial registered agent for service of process in Florida at that address is **ADEL M. ELDIN**.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **AGSND, LLC**.

ARTICLE VI. ORGANIZERS

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **AGSND, LLC**.

ADEL M. ELDIN, 11331 Cortez Boulevard, Brooksville, Florida 34613
GHADA ELDIN, 11331 Cortez Boulevard, Brooksville, Florida 34613

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Organization at Brooksville, Florida this 28th day of January, 2004.



ADEL M. ELDIN



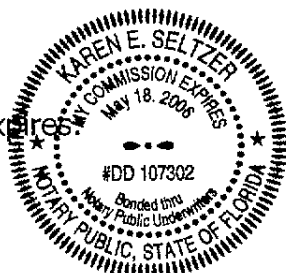
GHADA ELDIN

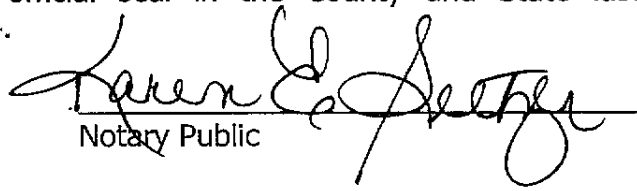
STATE OF FLORIDA
COUNTY OF HERNANDO

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared **ADEL M. ELDIN**, and **GHADA ELDIN**, to me well known to be the persons described in the foregoing Articles of Organization, who acknowledged to me that they signed the aforesaid Articles of Organization as their free and voluntary act and deed for the uses and purposes therein set forth and expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 28th day of January, 2004.

My Commission Expires





Notary Public

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA
COUNTY OF HERNANDO**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act the limited 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 limited liability company is **AGSND, LLC**.

The name of the registered agent for **AGSND, LLC** is **ADEL M. ELDIN** and the street address of the company's principal office where the agent is located is 11331 Cortez Boulevard, Brooksville, Florida 34613.

This statement is to acknowledge that, as indicated above, **AGSND, LLC** has appointed me, **ADEL M. ELDIN**, 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 this 28th day of January, 2004.

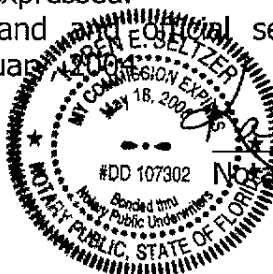

ADEL M. ELDIN

**STATE OF FLORIDA
COUNTY OF HERNANDO**

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared **ADEL M. ELDIN**, to me well known to be the person described in the foregoing Statement Designating Registered Agent and Office, who acknowledged to me that he signed the aforesaid Statement Designating Registered Agent and Office as his free and voluntary act and deed for the uses and purposes therein set forth and expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 28th day of January, 2004.

My Commission Expires:




Notary Public