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ACCOUNT NO.: 072100000032 REFERENCE: 484003 82468A AUTHORIZATION: COST LIMIT : \$ 125.00 PPD ORDER DATE: March 9, 2004 ORDER TIME : 1:16 PM ORDER NO. : 484003-005 CUSTOMER NO: 82468A CUSTOMER: William D. Anderson, Jr., Esq. Anderson & Galante 516 Camden Avenue P.o. Box 288 Stuart, FL 34995 DOMESTIC FILING NAME: E & D PROPERTIES, L.L.C. XX ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

EXAMINER'S INITIALS:

XX PLAIN STAMPED COPY \_\_\_

CONTACT PERSON: Heather Chapman - EXT. 2908

## ARTICLES OF ORGANIZATION FOR E &D PROPERTIES, L.L.C.

#### ARTICLE I - NAME:

The name of the Limited Liability Company is: E &D PROPERTIES, L.L.C

#### ARTICLE II - Address:

The mailing address and the street address of the principal office of the Limited Liability Company is:

11012 SW Redwing Drive, Stuart, Fl. 34997

#### **ARTICLE III - Duration:**

The period of duration for the Limited Liability Company is perpetual.

#### **ARTICLE IV – Management:**

The Limited Liability Company is to be managed by one or more manager and the name(s) and address(es) of the managing member(s) is:

Edgar L. Sotomayor 11012 SW Redwing Dr.

Dalynn Sotomayor 110212 SW Redwing Dr.

Stuart, Fl. 34997 Stuart, Fl. 34997

And the limited liability company is a manger-managed company.

#### **ARTICLE V – Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: determined by the unanimous vote of the managing members.

### **ARTICLE VI – Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership in the limited liability company shall be: in absolute discretion of the remaining member(s).

Signature of member or authorized representative of a member.

Edgar L. Sotomayor

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

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: E & D PROPERTIES, L.L.C and its address is 11012 SW Redwing Dr., Stuart, Fl. 34997.
- 2. The name and address of the registered agent and office is:

William D. Anderson, Jr. 516 SW Camden Ave. Stuart, Florida 34994

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.

(SIGNATURE)

Filing Fee: \$25.00 for Designation of Registered Agent