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TALLAHASSEE, FLORIDA

J. BRYAN MAY - 3 2004



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April 15, 2004

Department of State Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Riverlawn Properties, L.L.C.

Dear Sir or Madam:

Enclosed please find Amended and Restated Articles of Organization regarding the above-referenced Limited Liability Corporation. Also, please provide a Certificate of Status regarding the same corporation and return to me in the enclosed self-addressed envelope.

I have enclosed a check in the amount of \$30.00 for the filing fee and the fee for the Certificate of Status.

If you have any questions, please do not hesitate to contact me.

N. MICHAEL KOUSKOUTIS, P.A.

N. Michael Kouskoutis/mju

N. Michael Kouskoutis, Esq.
Signed in his absence to avoid delay

NMK/mjw
Enclosure(s)

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
RIVERLAWN PROPERTIES, L.L.C.**

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TALLAHASSEE, FLORIDA

These Amended and Restated Articles of Organization of **RIVERLAWN PROPERTIES, L.L.C.**, are being duly executed and filed to form a limited liability company pursuant to the Florida Limited Liability Company Act (the “Act”).

ARTICLE I

Name

The name of the limited liability company (the “**Company**”) formed hereby is:

RIVERLAWN PROPERTIES, L.L.C.

ARTICLE II

Address of Principal Office

The mailing and street address of the Company’s principal place of business in the State of Florida is **8215 Stoner Road, Riverview, Florida 33569**.

ARTICLE III

Date of Existence and Duration

The period of duration of the Company begins on April 1, 2004 and continues perpetually.

ARTICLE IV

Purpose

The sole purpose of the organization is to purchase, own and operate Riverlawn mobile home Park located at 8215 Stoner Road, Riverview, Florida.

ARTICLE V

Address of Registered Office

The address of the initial registered office of the Company is **1815 Woodside Circle, Tarpon Springs, Florida 34689** and the name of its initial registered agent at such address is **Lambros Kapodistrias**.

ARTICLE VI

Management

The Company will be managed by its Members.

ARTICLE VII

Admission of Additional Members

New Members may be admitted to the Company only with the unanimous consent of the Members. A newly admitted Member will execute all documents necessary to complete the admission, including but not limited to a written acceptance and adoption by the New Member of the provisions of these Articles of Organization, and such other documents as necessary to reflect the admission of the New Member. Any New Member will be entitled to all of the same rights and privileges as the original Member. The terms of such admission and the capital contributions of any newly admitted members will be determined by the existing Members.

ARTICLE VIII

Members' Rights to Continue Business

In the event there is more than one Member, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the surviving and/or remaining Member(s) shall have the right to continue the Company or to terminate and liquidate the Company.

ARTICLE IX

Less Than Unanimous Vote

Any action required by the Act or the Florida General Corporation Act to be taken at any annual or special meeting of Members may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than

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the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interest entitled to vote on the action were present and voted.

IN WITNESS WHEREOF, the undersigned Manager or authorized representative of a Member has executed these Articles of Organization on April 15, 2004.


Lambros Kapodistrias

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