

L04000034240

(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:

2



4/26/04

04/23/04--01041--014 **160.00

2001 APR 28 P 3:55

1
2
3
4
5

DAVID S. PIERCEFIELD, P.A.
COUNSELLOR AT LAW
100 EAST SYBELIA AVENUE, SUITE 205
MAITLAND, FLORIDA 32751

TELEPHONE (407) 629-8118

FACSIMILE (407) 629-7274

April 27, 2004

Via Federal Express-Standard Air

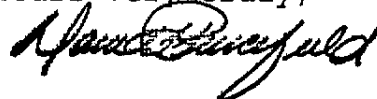
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Lawson Fresneda Investments, LLC

Dear Sir/Madam:

Enclosed for filing are two original sets of Articles of Organization for the above-named corporation, along with a check in the amount of \$160.00 to cover the cost of filing. Please return a certified copy of the Articles to the undersigned. If you have any questions, please contact me immediately.

Yours very truly,



David S. Piercefield

DSP/ab
Enclosures

FILED
2004 APR 28 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4/26/04

ARTICLES OF ORGANIZATION FOR
LAWSON FRESNEDA INVESTMENTS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - Name:

The name of the Limited Liability Company shall be LAWSON FRESNEDA INVESTMENTS, LLC ("Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company shall be:

426 Sea Willow Drive
Kissimmee, FL 34743

ARTICLE III - Duration:

The Company shall commence its existence as of April 26, 2004. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or the Regulations of the Company.

ARTICLE IV - Registered Office and Agent:

The name and street address of the Registered Agent of the Company in the State of Florida shall be:

David S. Piercefield, Esq.
100 E. Sybelia Avenue, Suite 205
Maitland, FL 32751

ARTICLE V - Membership Interests

The managers of the Company have the authority to establish additional classes or series of membership interests in this Company as well as establish the voting rights and other interests of Members.

ARTICLE VI - Management:

The Company shall be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are as follows:

FILED
2004 APR 28 P 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Edward Fresneda
426 Sea Willow Drive
Kissimmee, FL 34743

President and Co-Manager

David Lawson
212 Old Mill Circle
Kissimmee, FL 34746

Vice-President, Secretary, Treasurer and
Co-Manager

ARTICLE VII - Regulations:

The managers of the Company shall have the power to adopt, alter, amend or repeal the Regulations of the Company.

ARTICLE VIII - Indemnification:

No manager, officer or managing member of this Company shall be personally liable to the Company or its members for monetary damages for breach of fiduciary duty by such managing member, manager or officer as a managing member, manager or officer; provided, however, that this Article shall not eliminate or limit the liability of a managing member, manager or officer to the extent provided by applicable law (i) for any breach of the managing member, manager or officer's duty of loyalty to the Company or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 608.4362 or 608.4363 of the Florida Statutes, or (iv) for any transaction from which the managing member, manager or officer derived an improper personal benefit. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any managing member, manager or officer of the Company for or with respect to any acts or omissions of such managing member, manager or officer occurring prior to such amendment or repeal.



Edward Fresneda, President,
Co-Manager

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Lawson Fresneda Investments, LLC
2. The name and the Florida street address of the registered agent are:

David S. Piercefield, Esquire
100 E. Sybelia Avenue, Suite 205
Maitland, FL 32751

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.



David S. Piercefield

RECEIVED
JAN 28 P 3:55
TALAMON
SECRETARY OF STATE