

W4000062895

(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:

Office Use Only



200040279082

08/23/04--01042--022 **155.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 AUG 23 PM 2:25

FILED

W4-62895
JR

KEATING & SCHLITT, P.A.

Attorneys and Counselors at Law

JOHN KINGMAN KEATING
(jkk@keatlaw.com)
KENNETH L. SCHLITT
(kschlitt@keatlaw.com)

749 NORTH GARLAND AVENUE, SUITE 101
ORLANDO, FLORIDA 32801

REAL PROPERTY
BUSINESS LAW

TELEPHONE (407) 425-2907
FACSIMILE (407) 843-8964

August 20, 2004

VIA EXPRESS MAIL

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

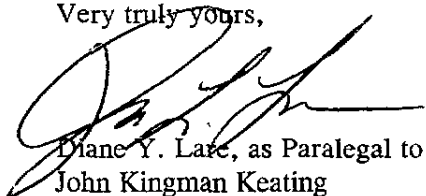
RE: CAK, LLC - Matter No. MA08003

Dear Sir or Madam:

Enclosed please find our firm's check in the amount of **\$155.00**, representing the required fee for filing the Articles of Organization of CAK, LLC; filing the Registered Agent Designation, plus certified copies of same (4 pages). Once you have accepted and filed the foregoing, please return the certified copies to my attention.

Should you have any questions or concerns, or require any further information concerning the foregoing, please do not hesitate to contact me. Thank you.

Very truly yours,



Diane Y. Lane, as Paralegal to
John Kingman Keating

/dyl

Enclosures: as noted

04 AUG 23 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION

OF

CAK, LLC,

a Florida limited liability company

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization (the "Articles of Organization"), and does hereby agree and certify as follows:

ARTICLE I - NAME

The name of this limited liability company shall be *CAK, LLC* (the "Company").

ARTICLE II - COMMENCEMENT OF EXISTENCE

This Company shall commence existence on the date these Articles of Organization are accepted and filed with the Florida Department of State and shall terminate as provided in that certain Company Operating Agreement (the "Operating Agreement") of the Company.

ARTICLE III - PRINCIPAL OFFICE MAILING AND STREET ADDRESS

The initial principal office mailing and street address of the Company shall be located at 431 East Horatio Avenue, Suite 260, Maitland, Florida 32751.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

For purposes of service of process within Florida, the initial registered office of this Company shall be located at 431 East Horatio Avenue, Suite 260, Maitland, Florida 32751 and the initial registered agent of the Company at that address shall be Charles M. Madden. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

ARTICLE V - PURPOSES AND GENERAL POWERS

5.1 Purpose. The Company is organized to transact any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, all such other powers as are permitted by applicable law and all those powers set forth in the adopted Operating Agreement of the Company, as amended.

ARTICLE VI - ADMISSION OF NEW MEMBERS

The Company shall admit new Members only upon the consent and authorization of the Managing Member of the Company.

04/11/23 PM 2:25
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

FILED

ARTICLE VII - MANAGING MEMBER

The business and affairs of the Company shall be managed by its Managing Member, both as set forth in these Articles of Organization and in the Operating Agreement of the Company. The Managing Member shall have the power and authority to act on behalf of the Company as provided in *Chapter 608, Florida Statutes*, as the same may be amended from time to time, and as further provided in these Articles of Organization and in the Operating Agreement of the Company. The name and business address of the initial Managing Member of the Company is:

Managing Member(s)	Managing Member Business Address
Charles M. Madden	431 East Horatio Avenue, Suite 260 Maitland, Florida 32751

ARTICLE VIII - NON-LIABILITY AND INDEMNIFICATION

8.1 Non-Liability. A Managing Member of this Company, including any future non-member Manager of the Company, shall not be personally liable to the Company or its Members for monetary damages for breach of fiduciary duty as a Managing Member (or Manager), except for liability:

- (a) for a breach of the Managing Member's duty of loyalty to the Company or its Members;
- (b) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law;
- (c) for a transaction from which the Managing Member derived an improper personal benefit;
- or
- (d) under *Section 608.4363(7), Florida Statutes* (or any similar provision of any subsequent law enacted in Florida).

8.2 Indemnification. Each individual or entity who is or was a Managing Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Managing Member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The Company may, by action of the Managing Member, provide indemnification to such of the officers, employees and agents of the Company to such extent and to such effect as the Managing Member shall determine to be appropriate and authorized by applicable law. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Managing Member or officer existing at the time of such repeal or amendment.

ARTICLE IX - AMENDMENT

This Company reserves the right to amend or repeal any provisions contained in these Articles of

Organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all Members of the Company.

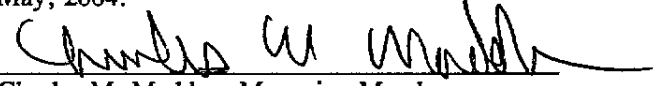
ARTICLE X - ADOPTION OF OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, *Florida Statutes*.

ARTICLE XI - HEADINGS AND CAPTIONS

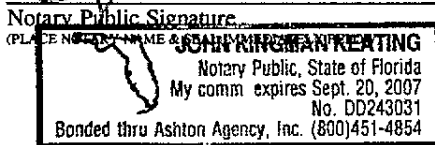
The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned Managing Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 26th day of May, 2004.


Charles M. Madden, Managing Member

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY, as an officer duly authorized to take acknowledgments and oaths in the State and County aforesaid, that at the execution of this instrument on the date set forth below, Charles M. Madden personally appeared before me and executed or acknowledged his previous execution of this instrument. I HEREBY FURTHER CERTIFY, that Charles M. Madden, is the same person either executing or acknowledging execution of the foregoing instrument because: ☒ I personally know him/her/them OR ☐ I have satisfactory evidence of same based upon a ☐ Florida driver's license or ☐ Other identification: _____
WITNESS my hand and official seal in the State and County aforesaid this 26th day of May, 2004.



FILED
04 AUG 23 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CERTIFICATE OF ACCEPTANCE

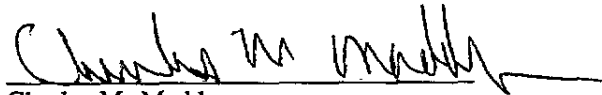
In compliance with Section 608.407(1)(d), *Florida Statutes*, the following is submitted:

CAK, LLC (the "Company") desiring to organize as a domestic limited liability company or qualify under the laws of the State of Florida has named and designated Charles M. Madden as its Registered Agent to accept service of process within the State of Florida with its registered office located at 431 East Horatio Avenue, Suite 260, Maitland, Florida 32751.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of that position as set forth in Chapter 608, *Florida Statutes*, as the same may apply to the Company.

DATED this 26th day of May, 2004.



Charles M. Madden
Registered Agent

FILED
04 AUG 23 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA