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CORP. NAME: SHEPHARD PROPERTIES OF FLORIDA, L.L.C.

() ARTICLES OF INCORPORATION	() ARTICLES OF AMERICAN	() ARTICLES OF DESCRIPTION
() ANNUAL REPORT	() TRADEMARK/SERVICE MARK	() FICTITIOUS NAME
() FOREIGN QUALIFICATION	() LIMITED PARTNERSHIP	(XX) LIMITED LIABILITY
() REINSTATEMENT	() MERGER	() WITHDRAWAL
() CERTIFICATE OF CANCELLATION		
() OTHER:		
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Examiner's Initials

ARTICLES OF ORGANIZATION

OF

SHEPHARD PROPERTIES OF FLORIDA, L.L.C.

a Florida Limited Liability Company

ARTICLE I NAME

The name of this Limited Liability Company is

SHEPHARD PROPERTIES OF FLORIDA, L.L.C., (the "Company").

ARTICLE II PURPOSE

- A. <u>Purposes</u>. The Company is organized for any legal and lawful purpose for which a limited hability company may be organized pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.
- B. <u>Powers.</u> The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.

ARTICLE III ADDRESS

The mailing and street address of the Company's principal place of business is 15657 Redington Drive, Redington Beach, Florida 33708.

ARTICLE IV DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.



ARTICLE V MANAGEMENT MANAGER MANAGED

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The initial Manager of this company is Douglas Shephard, whose business address is 15657 Redington Drive, Redington Beach, Florida 33708.

ARTICLE VI MEMBER VOTING

- A. <u>Member Voting.</u> All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.
- B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE VII. ADOPTION OF OPERATING AGREEMENT

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

ARTICLE VIII AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement permitting said amendment, at any annual or special meeting.

ARTICLE IX DESIGNATION OF REGISTERED AGENT AND INITIAL ADDRESS OF REGISTERED OFFICE

The initial Registered Agent is designated as Douglas Shephard, Manager. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this limited liability company in the State is 5348 First Avenue North, St. Petersburg, Florida 33710. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member

or authorized representative of the member this

ARTICLES OF ORGANIZATION OF SHEPHARD PROPERTIES OF FLORIDA , L.L.C.

ACCEPTANCE OF REGISTERED AGENT OF SHEPHARD PROPERTIES OF FLORIDA , L.L.C.

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of SHEPHARD PROPERTIES OF FLORIDA, L.L.C., Ronald C. White, Esq., the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

5348 First Avenue North St. Petersburg, Florida 33710

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State.

Signed this da

RONALD C. WHITE, ESQ