

L05000003228

Division of Corporations

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**LIMITED LIABILITY COMPANY**

**RM Dear Real Estate, LLC**

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**ARTICLES OF ORGANIZATION**  
**OF**  
**RM DEAR REAL ESTATE, L.L.C.**

**ARTICLE I**  
**NAME**

The business and affairs of the Limited Liability Company shall be conducted under the name of **RM Dear Real Estate, L.L.C.**

**ARTICLE II**  
**PURPOSES AND POWERS**

The Limited Liability Company may engage in any lawful activity or business permitted under the laws of the United States and the State of Florida. The Limited Liability Company has the power to do all things necessary or convenient to carry out its lawful business and affairs, including, without limitation, those powers specifically enumerated in Chapter 608 of the Florida Statutes.

**ARTICLE III**  
**DURATION; DISSOLUTION**

The Limited Liability Company shall continue in existence in perpetually, unless the Limited Liability Company is earlier dissolved and its affairs wound-up in accordance with the provisions of these Articles of Organization, Chapter 608 of the Florida Statutes, or under the Operating Agreement and/or Regulations of the Limited Liability Company.

**ARTICLE IV**  
**PRINCIPAL OFFICE**

The street address and the mailing address of the principal place of business of the Limited Liability Company with the State of Florida shall be:

5150 Ocean Boulevard  
Sarasota, FL 34242

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**ARTICLE V  
INITIAL REGISTERED AGENT/OFFICE**

The Limited Liability Company's registered office and its initial registered agent shall be:

**R. Craig Harrison, Esq.**  
Lyons, Beaudry & Harrison, P.A.  
1605 Main Street, Suite 1111  
Sarasota, FL 34236

**ARTICLE VI  
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VII  
MANAGEMENT AND POWERS**

The business and affairs of the Limited Liability Company shall be managed by one or more Managers. All such powers of the Limited Liability Company shall be exercised only by or under the authority of such Manager(s), except as otherwise provided by law, Chapter 608 of the Florida Statutes, these Articles of Organization, the Operating Agreement and/or the Regulations of the Limited Liability Company. The following is a list of names and addresses of the duly elected Manager(s), each to serve until their successor shall have been duly elected and qualified:

<u>NAME</u>	<u>ADDRESS</u>
Richard Dear	P.O. Box 2383 Sarasota, FL 34230
Mary Pendarvis	5016 Sandy Shore Ave Sarasota, FL 34242

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**ARTICLE VIII  
INDEMNIFICATION**

The Limited Liability Company shall indemnify the Manager(s) and Member(s) to the fullest extent permitted or required by the Act, as amended from time to time. The Limited Liability Company may also indemnify its employees and other representatives or agents up to the fullest extent permitted under the Chapter 608 of the Florida Statutes or other applicable law, provided that the indemnification in each such situation is first approved by a majority of the Members.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of RM Dear Real Estate, LLC.

Executed by the undersigned at SARASOTA, Florida on the 11<sup>th</sup> day of December, 2004.  
*SA HARRY*

  
RICHARD DEAR - MEMBER

  
MARY PENDARVIS - Member

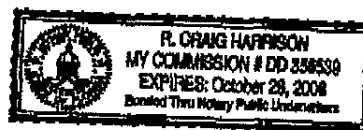
STATE OF FLORIDA  
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this 11<sup>th</sup> day of December, 2004, by Richard Dear, who is personally known to me [ ] or who produced SA HARRY as identification.

  
Notary Public

Printed Name

My Commission Expires:



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STATE OF FLORIDA  
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this 11<sup>th</sup> day of ~~December~~, 2004, by Mary Pendarvis, who is personally known to me [ ] or who produced JANUARY as identification.

  
Notary Public  
Printed Name \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



JAN 11 2005

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Section 608.415, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **RM Dear Real Estate, LLC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at the City of Sarasota, County of Sarasota, State of Florida, has named **R. Craig Harrison, Esq., Lyons, Beaudry & Harrison, P.A., 1605 Main Street, Suite 1111, Sarasota, FL 34236**, County of Sarasota, State of Florida, as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby state that I am familiar with obligations of said position and accept to act in this capacity and agree to comply with the provision of said Act.



**R. CRAIG HARRISON, ESQ.**  
**Resident Agent**

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