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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JAN 13 2005

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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J Richard Peters Asc

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- ☐ Foreign Corp. File _____
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**ARTICLES OF ORGANIZATION
OF
"J RICHARD PETERS LLC",
a Florida Limited Liability Company**

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be J RICHARD PETERS LLC (hereafter also referred to as the "Company").

**ARTICLE II
DURATION**

The Company shall commence its existence on the date of filing, and shall exist in perpetuity commencing with the acceptance for filing of these Articles by the Florida Department of State.

**ARTICLE III
PURPOSE**

The Company is created in order to provide residential and/or commercial design advice and to engage in any other businesses as permitted by law.

**ARTICLE IV
PLACE OF BUSINESS, REGISTERED OFFICE, and MAILING ADDRESS**

The principal place of business of the Company shall be 3467 N. Moorings Way, Miami, FL 33131, and such other place or places as the Members from may determine from time to time.

The registered office of the Company shall be c/o Theodore M. Goldberg, 3250 Mary Street, Suite 303, Coconut Grove, FL 33133, and such other place or places as the Members may determine from time to time.

The mailing address of the Company shall be 3467 N. Moorings Way, Miami, FL 33131, and such other place or places as the Members may determine from time to time.

**ARTICLE V
INITIAL MEMBERS**

The initial member of the Company (the "Member") is:

(1) JENNY RICHARD PETERS Address: 3467 N. Moorings Way Miami, FL. 33133

**ARTICLE VI
CONTRIBUTIONS TO CAPITAL**

The initial capital of the Company shall consist of the sum of ten dollars (\$10.00) which will be contributed by the Members in the following amounts:

	<u>%</u>	<u>Amount</u>
(1) JENNY RICHARD PETERS	100%	\$10.00

Members shall not be entitled to receive interest on their contributions to capital.

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ARTICLE VII
MANAGEMENT OF BUSINESS

This Company shall be "Manager" managed. Except as otherwise provided in these Articles of Organization, all Members shall have equal rights in the management or conduct of the Company, pursuant to specific rules regarding rights and duties of Members enumerated in the regulations or Operating Agreement of the Company (the "Regulations"), which are incorporated by reference. Decisions, unless otherwise provided, shall be by majority vote, each Member having a vote proportionate to its interest in the Company. The Members may from time to time elect one or more Managers of the Company to conduct the business affairs of the Company.

The Managers may be Members or non-Members. If any Member is a corporation, a Manager need not be an officer, director or shareholder of any such corporation.

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ARTICLE VIII
REGULATIONS

The Members of the Company hereby adopt the Regulations containing all provisions for the regulation and management of the Company not inconsistent with law or these Articles of Organization.

The power to alter, amend or repeal the Regulations shall be vested in the Members of the Company if decided by a seventy five percent (75%) majority vote.

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Profits and losses generated by the business of the Company shall be passed through to the Members in their proportionate share pursuant to Article VI above.

The Members recognize that each will incur expenses on behalf of the Company in the furtherance of Company business. The Members shall, therefore, from time to time agree upon which type of expenses each Member will be responsible for, rather than an allocation strictly based on their proportionate share pursuant to Article VI above. To the extent that a Member incurs expenses pursuant to the agreements reached between the Members as to such types of expenses, pursuant to this Article XII, on behalf of the Company, such expenses shall be specifically allocated to such Member.

ARTICLE XIII ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time if decided by a seventy five percent (75%) majority vote and on such terms and conditions as are set forth by the same percentage of the Members.

ARTICLE XIV WITHDRAWAL, RETIREMENT, DISSOLUTION, DEATH, BANKRUPTCY OR EXPULSION

In the event of withdrawal, retirement, dissolution, death, bankruptcy or expulsion of a Member, the Company shall terminate and be dissolved unless the Members shall unanimously elect to remain in existence and continue in business pursuant to the applicable provisions of the Regulations.

ARTICLE XV WITHDRAWAL OR RETIREMENT OF MEMBER

In the event any Member desires to withdraw or retire from the Company, or becomes disabled so that such member is unable to fulfill its obligations to the Company as specified in these Articles, the Member shall give sixty (60) days' notice of its intention in writing by return receipt mail to the other Members at the last known address of each Member. If any Member (if an individual) is adjudged incompetent, his guardian shall give notice thereof to each of the other Members in the same manner.

ARTICLE XVI EXPULSION OF MEMBER

A) Grounds for Expulsion: Any Member may be expelled from Membership in the Company by a majority vote of the other Members on the following grounds:

- (1) Failure of a Member to make, when due, any contribution required to be made under the terms of this agreement, when such failure has continued for a period of thirty (30) days after written notice thereof;
- (2) Failure to fulfill any other obligation to the Company as specified in these Articles, when such failure has continued for a period of thirty (30) days after written notice thereof;
- (3) Adjudication of the Member as incompetent or if a Member is a corporation, the voluntary or involuntary dissolution of the Member Corporation;
- (4) Disability of the Member to the extent that he is unable to fulfill his obligations to the Company as specified in these Articles;

(5) The making of an assignment for the benefit of creditors, the filing of a petition under the National Bankruptcy Act or under any similar law or statute of the United States or any state thereof, or the adjudication of the Member as a bankrupt or insolvent in proceedings filed against such Member under any such act or statutes; or

(6) Any unlawful act causing damage to the Company.

B) Notice: On the occurrence of any event listed in subparagraph (a) of this Article, the defaulting Member may be expelled from membership in the Company by a majority vote of the other Members upon giving the defaulting Member fifteen (15) days' notice of expulsion. The notice shall briefly state the grounds for the expulsion.

ARTICLE XVII DISSOLUTION, WINDING UP, LIQUIDATION

A) Causes of Dissolution: The Company shall be dissolved on the occurrence of any of the following events, unless the remaining Members unanimously give their written consent to the continuance of the Company:

- (1) Termination of the term of existence specified herein, provided it is less than thirty (30) years.
- (2) Withdrawal, retirement or expulsion of a Member.
- (3) Death, disability (or if a corporation, dissolution) or bankruptcy of a Member.
- (4) Unanimous written consent of the Members.

B) Right to Continue Business: The remaining Members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event that terminates the continued membership of a Member in the Company.

C) Payment if Company is Continued: If the remaining Members elect to continue the Company business under subparagraph (B) of this Article, they shall pay to the retiring, withdrawing or expelled Member, or to the estate of the deceased, the value of such Member's interest, as determined by subparagraph (D) of this Article, as of the date of the events enumerated in subparagraph (A). Payment shall be made within three (3) months.

D) Value of Member's Interest: The value of a Member's interest in the Company shall be computed by (1) adding the totals of (a) its capital account, (b) its income account, and (c) any other amounts owed to it by the Company; and (2) subtracting from the sum of the above totals the sum of the total of any amount owed by such Member to the Company without interest thereon.

E) Winding Up and Liquidation: On dissolution of the Company, if the Company business is not continued pursuant to subparagraph (B) of this Article, it shall be wound up and liquidated as quickly as circumstances will allow. The assets of the Company shall be applied to Company liabilities in the following order:

- (1) Amounts owing to creditors other than Members.
- (2) Amounts owing to Members other than for capital and profits.
- (3) Amounts owing to Members in respect to capital.
- (4) Amounts owing to Members in respect to profits.

ARTICLE XVIII

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214 NOTICE TO MEMBERS
215

216 All notices to the Members of the Company pursuant to these Articles shall be deemed effective when received by
217 personal delivery or by the mailing by return receipt.
218

219 ARTICLE XIX
220 AMENDMENTS
221

222 These Articles, except with respect to the vested rights of the Members, may be amended from time to time by
223 unanimous consent of the Members, and the amendments shall be filed, duly signed by all Members of the Company,
224 with the Florida Department of State.
225

226 ARTICLE XX
227 MANAGERS

228 The Member or Members, by simple majority, may elect at least one Manager. The initial Manager elected by
229 the Members is:
230

231 I. JENNY RICHARD PETERS 3467 N. Moorings Way, Miami, FL 33133
232

233 The Manager (s) so elected shall perform the duties and responsibilities fixed by the Regulations and shall serve
234 until their respective successors are chosen.
235

236 The Manager(s) of the Company are authorized, empowered and directed by the Members, having so elected, to
237 manage the business affairs of the Company. Contracts, deeds, documents and instruments may be executed by the
238 Managers, on behalf of the Members.
239

240 ARTICLE XXI
241 REGISTERED AGENT
242

243 The initial Registered Agent of the Company shall be Theodore M. Goldberg, Esq., 3250 Mary Street, Suite
244 303, Coconut Grove, FL 33133.
245

246 IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization on the 12th of
247 January, 2005

248 Member: Jenny Richard Peters
249 Jenny Richard Peters
250
251 (insert printed name)
252
253

254 ACCEPTANCE OF RESIDENT AGENT
255

256 The undersigned Theodore M. Goldberg, Esq. of 3250 Mary Street, Suite 303, Coconut Grove, FL 33133, having been
257 named as the Resident Agent of the Company, to accept service of process within the State of Florida for the Company at the
258 place designated above, hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the
259 proper and complete performance of his duties.
260

261 Signed this 12 day of January, 2005

262 Theodore M. Goldberg
263 Theodore M. Goldberg
264 (Print name here)
265
266