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(City/State/Zip/Phone #)

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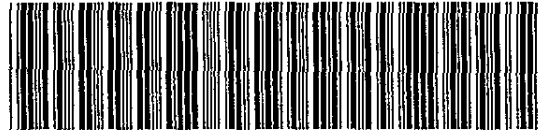
(Business Entity Name)

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TALLAHASSEE, FLORIDA

JB  
2-2-05

## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: 315, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Timothy E. Fitzgerald  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

565 Vista Trail Court  
(Address)

Palm Harbor, Florida 34683  
(City/State and Zip Code)

For further information concerning this matter, please call:

Timothy Fitzgerald at (727-787-1)  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(additional copy is enclosed) |
|--|--|---|---|

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION

OF

315, LLC

The undersigned, being duly authorized to act as the organizer of this Limited Liability Company pursuant to Chapter 608 and Section 658.16, Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company.

ARTICLE I – NAME

The name of the limited liability company shall be 315, LLC (hereinafter, the “Company”).

ARTICLE II – ADDRESS

The street address of the initial principal office and mailing address of the Company are

Principal Office Address:

Mailing Address:

315 Orange Street

561 Vista Trail Court

Palm Harbor, FL 34683

Palm Harbor, FL 34683

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ARTICLE III – PURPOSE

The general nature of the business to be transacted by the Company shall be: That of a Banquet Hall rental business and any and all other lawful business for which an LLC may be formed under the laws of The State of Florida with all the rights, powers, and privileges granted and conferred by the Florida Financial Institutions Codes, regulating the organization, powers, and management of rental hall limited liability companies.

ARTICLE IV – CAPITAL REQUIREMENTS

The Company shall begin business with at least \$1000.00 in paid-in capital and shall maintain such minimum capital as required by the Florida Financial Institutions Codes.

ARTICLE V -- EFFECTIVE DATE AND DURATION

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida , and shall continue perpetually, unless sooner dissolved in accordance with the laws of the State of Florida and the Operating Agreement of the Company. In no instance shall the Company be automatically terminated, dissolved, or operations suspended upon the occurrence of an event, including the death, disability, bankruptcy, expulsion, or withdrawal of a member of the Company, other than the passage of time as may be specified by law or the Operating Agreement of the Company. Provided, however, that upon any such termination event, the existence and business of the Company may be continued by amendment of these Articles of Organization or the Operating Agreement providing for the continued existence of the Company as may be authorized by Florida Statutes.

ARTICLE VI – MANAGEMENT AUTHORITY

The exclusive authority to manage the Company is vested in a manager that are appointed by the members, who shall operate in substantially the same manner as, and has substantially the same rights, powers, privileges, duties, and responsibilities as, a board of directors of a Banquet Hall rental company chartered as a corporation.

The name and address of the manager is as follows:

Name

Address:

Timothy E. Fitzgerald

561 Vista Trail Court  
Palm Harbor, FL 34683

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ARTICLE VII – LIMITED LIABILITY OF MEMBERS

No Member of the Company shall be liable for the debts, liabilities, or obligations of the Company in excess of the amount of the Member's investment.

A Member may transfer an ownership interest in the Company, including voting rights, without the consent of any other Member of the Company, providing however, the transfer complies with all applicable requirements of the Florida Financial Institutions Codes.

**ARTICLE IX – LIMITATION ON AGENCY AUTHORITY OF MEMBERS**

Pursuant to Section 608.4235, Florida Statutes, no Member of the Company shall be an agent for the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

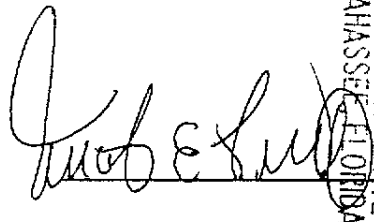
**ARTICLE X – REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Company in the State of Florida shall be 561 Vista Trail Court, Palm Harbor, FL 34683. The name of the registered agent of the Company at that address is Timothy E. Fitzgerald.

**STATEMENT OF ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

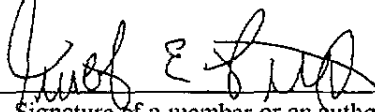
REQUIRED SIGNATURE:



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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of

Organization this 20<sup>th</sup> day of Jan, 2005.



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Timothy E. Fitzgerald

Typed or printed name of signee

APPROVED by the Office of Financial Regulation this \_\_\_\_\_ day of

\_\_\_\_\_, 20\_\_\_\_.

Tallahassee, Leon County, Florida

\_\_\_\_\_  
Linda B. Charity  
Deputy Director  
Office of Financial Regulation

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