

L05000001 6972

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

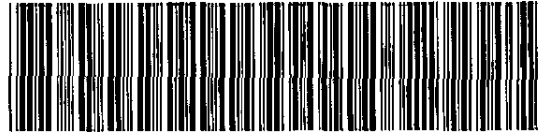
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05 FEB 18 PM 5:06  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

~~DEBIT FEE~~ #

~~872100000-307~~

**ATTORNEYS' TITLE**

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

850-222-2785

City/ST/Zip

Phone #

FILED  
05 FEB 18 PM 5:06  
TALLAHASSEE, FLORIDA  
SECOND STREET

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1- OLD SOUTHERN, L.L.C.

2- \_\_\_\_\_

3- \_\_\_\_\_

4- \_\_\_\_\_

☒ Walk-in

☐ Pick-up time ASAP

☐ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

**AMENDMENTS**

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

**OTHER FILINGS**

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

**REGISTRATION/QUALIFICATION**

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
OLD SOUTHERN, L.L.C.**

THE UNDERSIGNED certifies it intends to form a limited liability company under the laws of the State of Florida and hereby declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") shall be **OLD SOUTHERN, L.L.C.**

**ARTICLE II  
ADDRESS**

The mailing and street address of the Company's principal office is:

c/o A-Vernon Allen Builders  
1175 First Avenue South  
Naples, Florida 34102

**ARTICLE III  
PURPOSES**

The general nature of the business or businesses to be transacted and which the Company is authorized to transact shall be as follows:

- A. To invest, acquire, own, develop, sell, operate and manage real estate and all matters incidental and related thereto.
- B. To engage in any activity or business authorized under the Florida Statutes.
- C. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the state of Florida, and to do any and all things herein set forth to the same extend as a natural person might or could do.

**ARTICLE IV  
DURATION**

The duration for the Company is perpetual.

**ARTICLE V**  
**REGISTERED AGENT AND OFFICE**

The name of the Company's initial registered agent in Florida is **MICHAEL J. VOLPE, Esquire** and the address of the Company's registered agent in Florida is c/o **ROBINS, KAPLAN, MILLER & CIRESI, L.L.P.** 711 Fifth Avenue South, Naples, Suite 201, Florida 34102.

**ARTICLE VI**  
**MANAGEMENT**

The Company is to be managed by a Manager or Managers. The name and address of the initial Manager who is to serve as Manager is **JOHN D. REMINGTON**, whose address is c/o A-Vernon Allen Builders, 1175 First Avenue South, Naples, Florida 34102.

**ARTICLE VII**  
**ADMISSION OF NEW MEMBERS**

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of the contribution by new members at the time the new members are admitted.

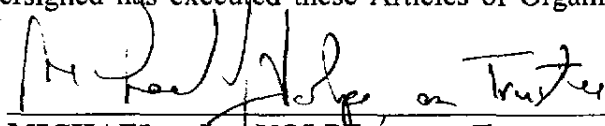
**ARTICLE VIII**  
**CONTINUATION OF BUSINESS OPERATIONS**

The Company may continue its business operations upon 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 in a limited liability Company only upon the unanimous approval of the remaining members.

**ARTICLE IX**  
**TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in the Company shall not be transferred unless the transfer is approved by the members in accordance with the Company's Regulations.

16<sup>th</sup> IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this day of February, 2005.

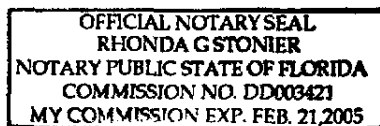


**MICHAEL J. VOLPE**, as Trustee of **THE BEECHWOOD LAND TRUST** under Agreement dated May 26, 1993, as amended and restated in its entirety on January 16, 1996.

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of February, 2005, by **MICHAEL J. VOLPE**, as Trustee of the **BEECHWOOD LAND TRUST** under Agreement dated May 26, 1993, as amended and restated in its entirety on January 16, 1996, who (is personally known to me) (has produced a driver's license/picture identification) and did/did not take an oath.

My Commission Expires:



Rhonda G Stonier  
NOTARY PUBLIC (SEAL)  
Rhonda G. Stonier  
Typed or printed name

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

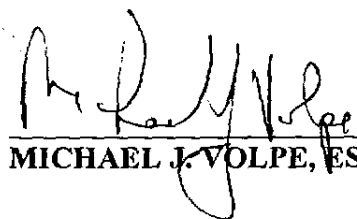
Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the limited liability company is: **OLD SOUTHERN, L.L.C.**
2. The name and address of the Registered Agent and office is:

**MICHAEL J. VOLPE, ESQUIRE**  
**ROBINS, KAPLAN, MILLER & CIRESI LLP**  
711 Fifth Avenue South  
Suite 201  
Naples, Florida 34102

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 accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 16<sup>th</sup> day of February, 2005.

  
**MICHAEL J. VOLPE, ESQUIRE**

This instrument prepared by:  
**MICHAEL J. VOLPE, ESQUIRE**  
**ROBINS, KAPLAN, MILLER & CIRESI, L.L.P.**  
711 Fifth Avenue South, Suite 201  
Naples, Florida 34102