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Lee China Palace, LLC

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- ☐ Fictitious Owner Search
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ARTICLES OF ORGANIZATION

OF

LEE CHINA PALACE, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **LEE CHINA PALACE, LLC** ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is **4805 Sherry Lane, Fort Myers, Florida 33908**.

ARTICLE III -- DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are **PING LEE, 4805 Sherry Lane, Fort Myers, Florida 33908**.

Article V -- TRANSFERABILITY OF MEMBERSHIP INTEREST

No members shall have the right to assign their membership interests in the company without the written agreement of all of the membership interests, unless otherwise provided in the company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE VII -- MANAGEMENT

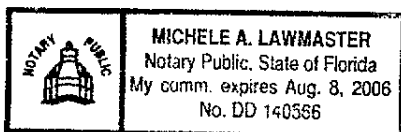
The company shall be managed by all of its members as described by Florida Statute 608.422(2).

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Cape Coral, Florida, on the 28th day of February 2005.


JOHN T. EDMONDS, Esquire

STATE OF FLORIDA
COUNTY OF LEE

The foregoing Articles of Organization of **LEE CHINA PALACE, LLC** were acknowledged before me this 28th day of February 2005 by **JOHN T. EDMONDS**, who is [] personally known to me or [X] produced FLD #E355-428-73-179-0 as identification and who did/did not take an oath.




NOTARY PUBLIC, State of Florida

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

Under the provisions of F.S. §608.415, **LEE CHINA PALACE, LLC**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **LEE CHINA PALACE, LLC**.

2. The name and street address of the registered agent in Florida are:

**PING LEE
4805 Sherry Lane
Fort Myers, Florida 33908**

The undersigned, being the person named in the Articles of Organization of **LEE CHINA PALACE, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: Feb. 24, 2005

(X) Ping Lee
**PING LEE
4805 Sherry Lane
Fort Myers, Florida 33908**