

03/22/2005 14:33 FAX 0022-6333

FISHER & SAULS, P.A.

001/004

**L05000028410**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H05000070654 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : FISHER & SAULS, P.A. /Jo  
Account Number : 076666001271  
Phone : (727) 822-2033  
Fax Number : (727) 822-1633

*File* : F32-117455 / 17 Avenue Investments LLC

RECEIVED

05 MAR 22 PM 2:37

DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

**17 AVENUE INVESTMENTS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing

Public Access Help

J. BRYAN MAR 23 2005

H05000070654 3

FILED  
2005 MAR 22 AM 8:43  
JIM LEE CORPORATION  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**OF**

**17 AVENUE INVESTMENTS, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, hereby adopts the following Articles of Organization.

**ARTICLE 1: NAME AND MAILING ADDRESS**

The name of this Company is 17 AVENUE INVESTMENTS, LLC, and its principal office and mailing address is 1627 Beach Drive, S.E., St. Petersburg, Florida 33701.

**ARTICLE 2: MEMBERS RIGHTS TO CONTINUE BUSINESS**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE 3: PURPOSE**

The Limited Liability company has been organized for any lawful purpose under Florida law, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

**ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Company is located at 1627 Beach Drive S.E., St. Petersburg, Florida 33701 and the name of the initial registered agent is James Howell.

**ARTICLE 5: MANAGEMENT**

The management of the Limited Liability Company shall be vested in the Managers of the Limited Liability Company, as from time to time as elected by the members of the Limited Liability Company.

The initial managers of the Limited Liability Company are:

James Howell	1627 Beach Drive S.E., St. Petersburg, Florida 33701
Ernst Vicux	1627 Beach Drive S.E., St. Petersburg, Florida 33701

Prepared by:  
Robert Kapusta, Jr., Esq.  
FBN 441538  
Fisher & Sauls, P.A.  
P.O. Box 387  
St. Petersburg, FL 33731  
(727) 822-2033

H05000070654 3

H05000070654 3

ARTICLE 6: ADMISSION OF ADDITIONAL MEMBERS

The initial members of the Limited Liability Company shall be James Howell and Ernst Vieux. No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE 7: AMENDMENTS OF OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of this Limited Liability Company shall be vested in the Members of the Limited Liability Company.

ARTICLE 8: TRANSFERABILITY OF MEMBER'S INTEREST

The beneficial interest of a Member of this Limited Liability Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this Limited Liability Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this Limited Liability Company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

ARTICLE 9: WITHDRAWAL OR REDUCTION OF MEMBER'S CONTRIBUTIONS TO CAPITAL

A withdrawing Member shall not receive out of the Company any distribution until all liabilities of this Limited Liability Company, except liabilities to members on account of their contributions to capital, do not exceed the value of the Limited Liability Company's assets.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 23rd day of March, 2005.

  
James Howell, Member

FILED  
2005 MAR 22 AM 8:43  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

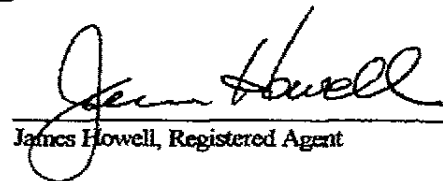
H05000070654 3

H05000070654 3

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated limited liability company at a place designated in the Articles of Organization of 17 AVENUE INVESTMENTS, LLC, set forth above, 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 as provided for in Chapter 608, F.S.

Dated this 22<sup>nd</sup> day of march, 2005.

  
James Howell, Registered Agent

FILED  
2005 MAR 22 AM 8:43  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA