

LOS000050439

(Requestor's Name)



900053851599

Sender's Name \_\_\_\_\_ Phone 561 464-1111

Company LIBERTY TITLE SERVICES INC

Address 10500 CORPORATE BLVD STE 117 Dept./Floor/Suite/Room \_\_\_\_\_

City RALEIGH State FL ZIP 33431-7330

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

05/12/05--01041--022 \*\*155.00

**FILED**  
05 MAY 12 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BLOOM  
BALLEN &  
FREELING**  
ATTORNEYS AT LAW

2295 NW CORPORATE BOULEVARD • SUITE 117  
BOCA RATON, FLORIDA 33431  
TEL: 561-864-0000 • FAX: 561-864-0001  
E-MAIL: BBLAW@BLOOM-BALLEN.COM

SAMUEL D. BALLENG  
JONATHAN BLOOM\*\*  
MICHAEL A. FREELING\*\*  
ALSO ADMITTED IN  
NEW YORK  
CONNECTICUT  
WASHINGTON D.C.

NEW YORK OFFICE:  
44 SOUTH BROADWAY  
4TH FLOOR  
WHITE PLAINS, NY 10601  
TEL: 914-421-3085  
FAX: 914-686-5141

May 11, 2005

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: New Filings

Re: Limited Liability Company New Filing  
ARPACILAR PROPERTIES III, L.L.C.

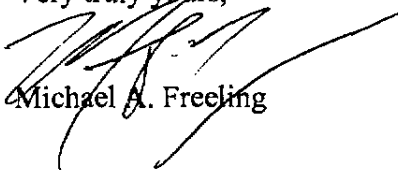
Dear Sir or Madam:

Please find enclosed the following documentation in accord with the above referenced  
new Limited Liability Company filing:

1. Articles of Organization;
2. Certificate of Registered Office and Registered Agent;
3. Attorney Trust Check No. 513 made payable to the Department of State  
for the filing fee of \$125.00 plus the Certified Copy Fee of \$30.00;
4. Self addressed, Stamped return envelope for return of the certified copy.

Thank you for your assistance herein. Please contact me if you have any questions.

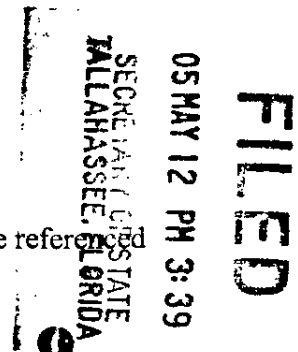
Very truly yours,

  
Michael A. Freeling

MAF/wc

Enc.

cc: Mahmut Arpacilar  
Scott Berger, CPA



**ARTICLES OF ORGANIZATION**  
**OF**  
**ARPACILAR PROPERTIES III, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **ARPACILAR PROPERTIES III, L.L.C.**. The principal office shall be located at 435 North Andrews Avenue, Suite 2, Fort Lauderdale, Florida 33301 and the mailing address shall be 435 North Andrews Avenue, Suite 2, Fort Lauderdale, Florida 33301, but it shall have the power and authority to establish branch offices at any other place or places as the member(s) may designate.

**ARTICLE II**  
**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes, specifically including, but not limited to: the purchase and management of real estate in the State of Florida and/or other potential locations.

2. 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 set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

**FILED**  
MAY 12 PM 3:33  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the member(s) of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the member(s) of the limited liability company.

#### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its member(s), whose names and addresses are as follows: Mahmut Arpacilar, 435 North Andrews Avenue, Suite 2, Fort Lauderdale, Florida 33301.

#### ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$100.00 cash shall be paid to the limited liability company by the member(s) in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the member(s). Members will make contributions in equal shares.

#### ARTICLE VII PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being estimated at May 15, 2005.

FILED  
05 MAY 12 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the member(s) in equal shares.

#### ARTICLE VIII DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the member(s).

#### ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 435 North Andrews Avenue, Suite 2, Fort Lauderdale, Florida 33301 and the name of the company's initial registered agent at that address is Mahmut Arpacilar. The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of ARPACILAR PROPERTIES III, L.L.C.

Executed by the undersigned in Fort Lauderdale, Florida this 4 day of May, 2005.

  
\_\_\_\_\_  
MAHMUT ARPACILAR

Member, Authorized Agent  
ARPACILAR PROPERTIES III, L.L.C.

**FILED**  
05 MAY 12 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Certificate of Registered Office and Registered Agent**

State of Florida  
County of Broward

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is: **ARPACILAR PROPERTIES III, L.L.C.**

The name of the registered agent for ARPACILAR PROPERTIES III, L.L.C. is Mahmut Arpacilar. The street address for the limited liability company principal office where the agent is located is 435 N. Andrews Avenue, Suite 2, Fort Lauderdale, Florida 33301. The mailing address for the company is 435 N. Andrews Avenue, Suite 2, Fort Lauderdale, Florida 33301.

This statement is to acknowledge that, as indicated above, ARPACILAR PROPERTIES III, L.L.C. has appointed me, Mahmut Arpacilar, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

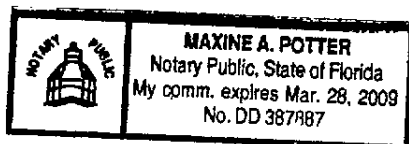
Dated May 4, 2005.

Mahmut Arpacilar

**FILED**  
05 MAY 12 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 9 day of May, 2005, by Mahmut Arpacilar, registered agent on behalf of ARPACILAR PROPERTIES III, L.L.C., a limited liability company. He is personally known to me or has produced FLDL as identification.

A 612 540 74 1760



*Maxine A. Potter*  
Notary Public

My commission expires: