

W05000075616

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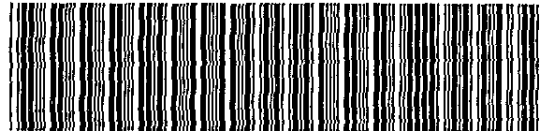
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W03-32767



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07/01/05--01004--011 **125.00

M HODGES

05 AUG -1 PM 10:02

10/1/05

TRANSMITTAL LETTER

TO: Registration Section

Division of Corporations

SUBJECT: (M & L Property Investment)

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

Please return all correspondence concerning this matter to the following:

Mark H. Sineth Sr.

108 Rivers Edge Rd. N.

St. Augustine, Fl. 32092

For further information concerning this matter, please call:

Mark Sineath at (904) 825-0996

Enclosed is a check for the following amount:

\$125.00 Filing Fee

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 7, 2005

MARK H. SINEATH SR
108 RIVERS EDGE RD. N.
ST. AUGUSTINE, FL 32092

SUBJECT: M & L PROPERTY INVESTMENT
Ref. Number: W05000032767

We have received your document for M & L PROPERTY INVESTMENT and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a Limited Liability Company must end with the words "limited company", "limited liability company" or their abbreviation "Ltd. Co." "L.C." or "L.L.C."

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 605A00045151

Limited Liability Company Articles of Organization

05 AUG -1 AM 10:02
FBI 310

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of Florida, do hereby state and certify the following:

1. The name of the Liability Company shall be M & L PROPERTY INVESTMENT L.L.C..
2. The registered office of the company is located at 108 Rivers Edge Rd. N., City of St. Augustine, State of Florida. Its registered agent is Mark Howard Sineath Sr. for service of process. *Mark Howard Sineath Sr.*
3. The principal place of business of the Company is located at 108 Rivers Edge Rd. N., City of St. Augustine, State of Florida.
4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.
5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame.
6. Indemnification.
 - a. The company shall indemnify any person who is or was a party, who is threatened to be made a party, to any threatened, pending, or completed action, suitor proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and with respect to any criminal

action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

- b. The foregoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnization; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court.
- c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.

7. Composition of management. The management of the company will be vested in a board of managers, consisting of a number not more than 2, who are required to be members of the company, designated in accordance with the terms of the company operating agreement.

8. The names and addresses of the Manager(s) of the Company are as follows:

Mark Howard Sineath Sr.
108 Rivers Edge Rd. N. St. Augustine, Fl., 32092

Louise Alice Sineath
108 Rivers Edge Rd. N., St. Augustine, Fl., 32092

9. The amount of capital each Member has contributed or has agreed to contribute:

**Member
Capital Contributed**

Mark Howard Sineath Sr.
Management of the Company

Louise Alice Sineath
Management of the Company

**Member
Capital Agreed to Contribute**

Mark Howard Sineath Sr.
Management of the Company

Louise Alice Sineath
Management of the Company

10. The company shall have the right to add additional Members according to the terms of the Operating Agreement.

11. The Members may only discontinue business upon an event of dissolution only according to the terms of the Operating Agreement.

12. The company shall be initially organized with at least two Members.

MANAGING MEMBER(S):

MEMBERS:

Mark H. Seneath
Signature

Mark H. Seneath
Signature

Louise A. Seneath
Signature

Louise A. Seneath
Signature

STATE OF Illinois

COUNTY OF St. Johns

On the 27th day of July, 2005, personally appeared
before me Mark H. Seneath, Louise Seneath the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.

Nina Howell
Notary Public

425 State Rd 13 N Jax #1 32257

Residing at: Bank of America

Dec 19, 2005
My Commission expires:

