

LOS 000096949

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



000059808420

PROCESSED BY THE STATE OF CALIFORNIA

EFFECTIVE DATE  
09-21-05

05 SEP 29 AM 9:14  
STATE OF CALIFORNIA  
REGISTRAR

B. McKnight OCT 03 2005

**CHARLES W. MUSGROVE**  
ATTORNEY AT LAW

CONGRESS PARK, SUITE 1-D  
2328 SOUTH CONGRESS AVENUE  
WEST PALM BEACH, FLORIDA 33406

TELEPHONE (561) 968-8799

September 26, 2005

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Gentlemen:

---

Enclosed please find Articles of Organization and Registered  
Agent Designations for the following LLC's:

Casuarina Property

Callophyllum Property

Cocoloba Property

Mangifera Property

Enclosed is a check for \$500 for the filing fee.

Sincerely,  
*Charles W. Musgrove*  
Charles W. Musgrove

Enc  
CWM/am

ARTICLES OF ORGANIZATION OF  
COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY

The undersigned certifies that I have established 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. I 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 COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY and its mailing address/principle office shall be located at P.O.Box 432, West Palm Beach, Florida 33402, 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  
PURPOSE AND POWERS

EFFECTIVE DATE  
09-21-05

In addition to the powers authorized by 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 trade or business of renting real estate.
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.
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

FILED  
SECRETARY OF STATE  
CORPORATION  
05 SEP 29 AM 9:14

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 other 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 other 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 interference 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 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:

Name

Address

CARL A. FLICK REVOCABLE TRUST DATED  
12/17/02, CARL A. FLICK AND MAELOUISE L.  
TENNANT, TRUSTEES

P.O.Box 432  
West Palm Beach FL 33402

ARTICLE V  
PROFITS AND LOSSES

(a) Profit Sharing. The member(s) 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 member(s) 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 September 21, 2005.

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

ARTICLE VI  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is P.O.Box 432, West Palm Beach, Florida 33402, and the name of the company's initial registered agent at 2328 South Congress Ave., Suite 1-D, West Palm Beach, Florida 33406 is Charles W. Musgrove, Esquire.

The undersigned, being the original member(s) of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY

Executed by the undersigned at West Palm Beach, Florida on

Charles W. Musgrove  
Witness

Carl A. Flick 9/21/05  
CARL A. FLICK, TRUSTEE OF THE  
CARL A. FLICK REVOCABLE TRUST  
DATED DEC. 17, 2002, CARL A.  
FLICK AND MAELOUISE L. TENNANT.  
TRUSTEES MEMBER

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA  
COUNTY OF PALM BEACH

In compliance with Florida Statute 608.407(2), the undersigned member(s) or authorized representative of a member of COCOLOBA

PROPERTY, LIMITED LIABILITY COMPANY, deposes and says:

1. The limited liability company identified above has at least one member.

2. The total amount of each contributed by the member(s) is \$1,000.00

3. If any, the agreed value of property other than each contributed by the member(s) is \$\_\_\_\_\_. A description of the property is:

4. The total amount of cash or property anticipated to be contributed by the member(s) is \$1,000.00. This total includes the amounts from 2 and 3 above.

Carl A. Flick 9/21/05  
CARL A. FLICK, TRUSTEE

21st The foregoing instrument was acknowledged before me this day of September, 2005, by Carl A. Flick, Trustee, member(s) on behalf of COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY, a limited liability company who is personally known to me.

Charles W. Musgrove  
NOTARY PUBLIC, STATE OF FLORIDA



Charles W. Musgrove  
Commission #DD311178  
Expires: Apr 19, 2008  
Bonded thru  
Atlantic Bonding Co., Inc.

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA  
COUNTY OF PALM BEACH

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 agent in the State of Florida.

The name of the limited liability company is COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY

The name of the registered agent for COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY is Charles W. Musgrove, Esquire, and the street address where the agent is located is 2328 South Congress Ave., Suite 1-D, West Palm Beach, Florida 33406.

This statement is to acknowledge that, as indicated above, COCOLOBA PROPERTY, LIMITED LIABILITY COMPANY, has appointed me, Charles W. Musgrove, Esquire, 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 September 21, 2005

Charles W. Musgrove  
CHARLES W. MUSGROVE, Registered Agent

FILED  
STATE OF FLORIDA  
CLERK OF COURTS  
05 SEP 28 AM 9:14