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TALLAHASSEE FLORIDA

L05-97699

05-44956



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 29, 2005

LAW OFFICES OF H CHARLES WOERNER, JR., P.A.  
201 S RIDGEWOOD AVE  
S DAYTONA, FL 32119

SUBJECT: L.M.L. TWO, L.L.C.  
Ref. Number: W05000044956

We have received your document for L.M.L. TWO, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return the original and one copy of 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) 245-6929.

Justin M Shivers  
Document Specialist  
New Filings Section

Letter Number: 505A00059323

**Law Offices of  
H. Charles Woerner, Jr., P.A.  
Attorney & Counselor At Law**

Telephone (386) 767-9811  
Facsimile (386) 788-0748

2001 South Ridgewood Avenue  
South Daytona, Florida 32119

September 16, 2005

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle West  
Tallahassee, FL 32301

RE: L.M.L. TWO, L.L.C.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization of L.M.L. TWO, L.L.C. to be registered as a Florida limited liability company. Please return to this office a certified copy of the Articles.

Also enclosed is our check in the amount of \$155.00 to cover the following fees:

Filing Fee	\$100.00
Registered Agent Fee	25.00
Certified Fee	<u>30.00</u>
<b>TOTAL</b>	<b>\$155.00</b>

Thank you for your cooperation and prompt attention to this matter.

Very truly yours,

  
H. CHARLES WOERNER, JR.

HCWjr/dz  
Enclosures

ARTICLES OF ORGANIZATION OF  
L. M. L. TWO, L.L.C.  
A FLORIDA LIMITED LIABILITY COMPANY

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 L. M. L. TWO, L.L.C., and its principal office shall be located at 1788 Earhart Court, in the City of Port Orange, County of Volusia, State of Florida, but it shall have the power and authority to establish branch offices at any other place of places as the members may designate. The mailing address of the limited liability company shall be 1788 Earhart Court, Port Orange, Florida 32128.

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 for limited liability companies.
2. In general, to carry on the business of any and all selling, offers for selling, purchasing, managing, investing in, renovating, building, leasing and acquiring real

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property, intangible personal property and tangible personal property 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 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.

6. To rent, buy, maintain, develop, improve or sell real and personal property.

7. To aid, assist or participate in any lawful enterprise or business 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.

8. 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 the laws of the State of Florida, 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 members of this limited liability company. This Article may be

amended from time to time in an operating agreement of the limited liability company adopted by a majority vote of the members of the limited liability company.

#### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

LYNDA M. LABOSCO  
1788 Earhart Court  
Port Orange, FL 32128

#### ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by the written consent of a majority of its existing members. 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 the written consent of the members having a majority in interest in the limited liability company.

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 by a majority consent of the remaining members.

ARTICLE VI  
CAPITAL CONTRIBUTIONS

Initial capital contributions in the amount of \$500.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes determined by the consent of a majority in interest of the members.

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 the distributive share of the profits to which he is entitled in the percentage of his membership interest with payment dates not less than annually.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid only out of the capital of the limited liability company and the profits of the business.

ARTICLE VIII  
DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the operating agreement adopted by the members.

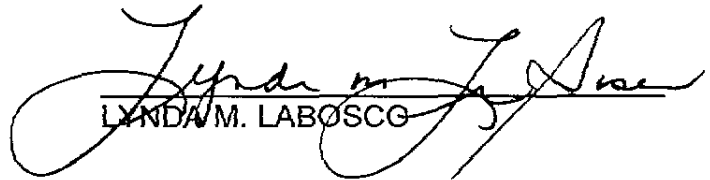
ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1788 Earhart Court, Port Orange, Florida 32128, and the name of the company's initial registered agent at that address is LYNDA M. LABOSCO.



The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of L. M. L. TWO, L.L.C.

Executed by the undersigned at Daytona Beach, Florida on September 13<sup>th</sup>, 2005.

  
LYNDA M. LABOSCO

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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:

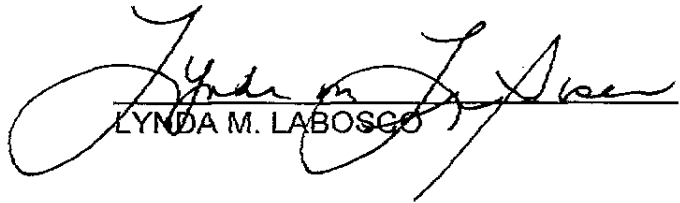
L. M. L. TWO, L.L.C.

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

LYNDA M. LABOSCO  
1788 Earhart Court  
Port Orange, FL 32128

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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

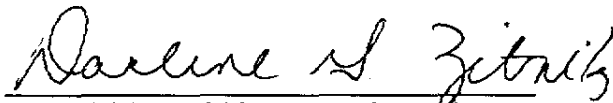
performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
LYNDA M. LABOSCO

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LYNDA M. LABOSCO, known by me to be the person who executed the foregoing Articles of Organization, and she acknowledged before me that she executed those Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the State and County aforesaid this 13<sup>th</sup> day of September, 2005.



NOTARY PUBLIC, State of Florida  
at Large  
My Commission Expires:



**Darlene G. Zitnik**  
Commission # DD382346  
Expires January 14, 2009  
Bonded Troy Fain - Insurance, Inc. 800-365-7018

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