

LOS 000100370

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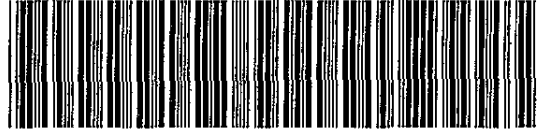
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

J. Shivers OCT 12 2005

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: LANDWISE CAPITAL PARTNERS, LLC  
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

MICHAEL M. DABY  
(Name of Person)

4M CAPITAL  
(Firm/Company)

955 SW BAYA DRIVE  
(Address)

LAKE CITY, FL. 32825  
(City/State and Zip Code)

For further information concerning this matter, please call:

MICHAEL M. DABY at ( 386 ) 754-5093  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)    ☐ \$160.00 Filing Fee & Certificate of Status & Certified Copy (additional copy is enclosed)

**Mailing Address**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION OF  
LANDWISE CAPITAL PARTNERS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida  
Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes,  
acknowledges, and files the following Articles of Organization.

**ARTICLE I – Name:**

The name of the Limited Liability Company shall be:  
  
LANDWISE CAPITAL PARTNERS, LLC (“Company”)

**ARTICLE II – Address:**

The mailing address and street address of the principal office of the  
Limited Liability Company is:

(mailing)  
955 S.W. Baya Drive  
Lake City, FL. 32025

(street)  
955 S.W. Baya Drive  
Lake City, FL. 32025

**ARTICLE III- Effective Date:**

These Articles of Organization shall be effective immediately upon approval of the  
Secretary of State, State of Florida

**ARTICLE IV – Duration:**

Subject to the provisions of Article 8, the Company’s existence shall terminate no later  
than 99 years from its date of commencement, unless the Company is earlier dissolved as  
provided in these Articles of Organization.

**ARTICLE V- Purposes and Powers:**

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TALLAHASSEE, FLORIDA

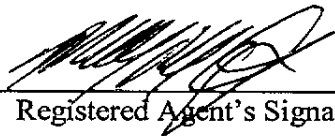
The general purpose for which the Company is organized is to engage in the business of providing Real Estate services and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE VI – Registered Agent:**

The Registered Agent of the Limited Liability Company and the street address of the registered agent is:

Michael M. Darby  
955 S.W. Baya Drive  
Lake City, FL. 32025

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 as provided for in Chapter 608, FS.



Registered Agent's Signature

**ARTICLE VII - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be:

Additional members may be admitted, subject to manager's approval.

**ARTICLE VIII – Member's Right to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business 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 shall be:

The remaining members will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other occurrence that would not allow a member to continue as a member.

**ARTICLE IX –Limitation on Agency Authority of Members:**

Pursuant to section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have the authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

**ARTICLE X – Management:**

The Limited Liability Company is to be managed by a manager or managers in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the manager(s) is:

4M Capital Group, Inc.  
955 S.W. Baya Drive  
Lake City, FL. 32025

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 4 day of October, 2005

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05 OCT 10 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Michael M. Darby, President  
4M Capital Group, Inc. /Manager  
Member/ Organizer