

L05000115846

Elias Brothers Communities
(Requestor's Name)

15100 Collier Blvd
(Address)

(Address)

Naples FL 34119
(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

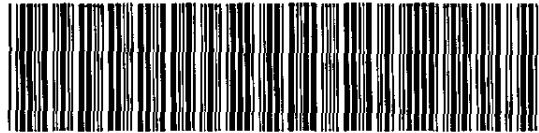
(Business Entity Name)

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ARTICLES OF ORGANIZATION

OF

EBC TITLE, LLC.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

**ARTICLE I.
NAME**

The name of this limited liability company shall be: EBC TITLE, LLC.

**ARTICLE II.
PRINCIPAL BUSINESS OFFICE**

The principal business office of this limited liability company shall be located at 15100 Collier Blvd, Naples, FL 34119.

**ARTICLE III.
MAILING ADDRESS**

The mailing address of this limited liability company shall be: 15100 Collier Blvd, Naples, FL 34119.

**ARTICLE IV.
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this limited liability company shall be located at 15100 Collier Blvd, Naples, FL 34119, and the initial registered agent of this limited liability company at that address shall be David W. Hall. The limited liability company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

**ARTICLE V.
PURPOSE**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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**ARTICLE VI.
MANAGEMENT**

This limited liability company is to be managed by a manager or managers elected by a majority vote of its members. The initial manager, who shall serve until the earlier of his death, resignation, replacement or until the first annual meeting of members and his successor is elected and qualified, shall be David W. Hall.

**ARTICLE VII.
REGULATIONS**

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Regulations shall be controlled by a majority vote of the Members.

**ARTICLE VIII.
DURATION**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE IX.
MEMBERSHIP**

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new members. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

**ARTICLE X.
INDEMNIFICATION**

In addition to any rights and duties under applicable law, this limited liability company shall indemnify and hold harmless the Manager(s), officers, employees and agents, and former Managers, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said Manager(s), officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

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**ARTICLE XI.
CONFLICTS OF INTEREST**

No contract or other transaction between this limited liability company and any other limited liability company or corporation, and no act of this limited liability company, shall in any way be affected or invalidated by the fact that any of the Managers or Members of this limited liability company are pecuniarily or otherwise interested in, or are managers, members, directors or officers of, such other limited liability company or corporation. Any Manager individually, or any limited liability company of which any Manager or Member may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this limited liability company, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Members or a majority thereof, and any Manager or Member of this Limited liability company who is also a manager, member, director or an officer of such other limited liability company or corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Members of this limited liability company that shall authorize any such contract or transaction with like force and effect as if he were not such a manager, member, director or officer of such other limited liability company or corporation, or not so interested.

**ARTICLE XII.
AMENDMENT**

These Articles may be amended by a majority vote of the Members of this limited liability company.

**ARTICLE XIII
DISSOLUTION**

This limited liability company will dissolve as provided in the Regulations executed by and among its members.

**ARTICLE XIV.
HEADINGS AND CAPTIONS**

The headings or captions of these Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

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IN WITNESS WHEREOF, the undersigned, being the initial Member named, for the purpose of forming a limited liability company under the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Organization, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 9th day of November, 2005.



David W. Hall, Initial Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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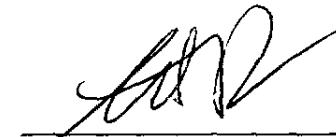
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

EBC TITLE, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office at 15100 Collier Blvd, Naples, FL 34119 has named and designated David W. Hall as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named limited liability company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 9th day of November, 2005.



David W. Hall
Registered Agent

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