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Division of Corporations

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To:
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Fax Number : (850) 205-0383

From:
Account Name : BARNES WALKER, CHARTERED
Account Number : 102371002705
Phone : (941) 741-8224
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Wagner Title, LLC

Certificate of Status	0
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Page Count	05
Estimated Charge	\$125.00

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
WAGNER TITLE, LLC**

**ARTICLE I
Name**

The name of the limited liability company ("Company") is Wagner Title, LLC.

**ARTICLE II
Address**

The mailing and street address of the Company's principal office is 3639 Cortez Road West, Suite 200, Bradenton, Florida 34210.

**ARTICLE III
Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Adron H. Walker, Esq. The address of the Company's registered office in Florida is 3119 Manatee Avenue West, Bradenton, Florida 34205.

**ARTICLE V
Management**

A. The Company is to be managed by the Members. The Managing Member is identified as follows: Barnes Walker Title, Inc., whose address is 3119 Manatee Avenue West, Bradenton, Florida 34205.

B. A simple majority in interest of the Managing Members shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 608.404, as from time to time amended, except:

1. Without having first obtained the prior written consent of a simple majority in interest of the Members, no Managing Member shall cause or permit the Company to:

a. Refinance, mortgage, pledge, or otherwise encumber Company property, or;

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b. File a petition in bankruptcy, make a general assignment for the benefit of creditors or application for other such relief available under similar laws or Regulations, or;

c. Sell, convey, transfer, assign, trade, exchange or otherwise dispose of any Company real property or all or a substantial portion of the Company's other properties or lease any Company property for more than ten (10) years, or;

d. Hire, terminate, or modify the terms of employment of any Managing Member, or;

e. Cause this Company to enter into a joint venture or partnership with any other person or entity, or;

f. Invest in the debt or equity of any other person or entity, or;

g. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

If any Member shall not object in writing to the Managing Member's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Managing Member's request.

2. Without having first obtained the prior written consent of all of the Members, amend these Articles or the Operating Agreement of the Company to:

a. Reduce the ownership interest, rights, privileges, or benefits or enlarge the duties and obligations of the Members, or;

b. Enlarge the ownership interest, rights, privileges, or benefits or reduce the duties and obligations of the any Members, or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member ownership interests, or;

e. Amend this Article V, or;

f. Dissolve or terminate the existence of this Company, or;

g. Do or fail to do any act that is prohibited by a resolution of the Members.

If any Member shall not object in writing to the Managing Member's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Managing Member's request.

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C. A "majority in interest" shall mean a simple majority, as determined by their ownership interest percentages in the Company, of the Members of the Company.

ARTICLE VI
Continuation of Business

A majority in interest of the remaining Members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

ARTICLE VII
Profits and Losses Allocation

Profits and losses will be allocated to the Members in accordance with the Operating Agreement of the Company.

ARTICLE VIII
Amendments

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Managing Member other than the executing Member, provided, however, that if a single individual is the sole Member and Managing Member, only that individual shall be required to sign said Articles of Amendment.

ARTICLE IX
Commencement

Pursuant to the provisions of Chapter 608, Florida Statutes, this Company shall begin in existence on January 1, 2006, at 12:01 A.M.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization on this 21st day of December, 2005.

BARNES WALKER TITLE INC.

By: 

Aaron H. Walker, President

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATED
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415, the undersigned submits the following statement as the designated registered agent / registered office in the State of Florida for Wagner Title, LLC:

1. My name as registered agent and the address of my office, which shall serve as the registered office for the above-referenced limited liability company, are: Adron H. Walker, Esq., 3119 Manatee Avenue West, Bradenton, Florida 34205.

2. Having been named as registered agent to accept service of process for the above-named limited liability company at the office designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to maintain its registered office. 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: December 21, 2005.


Adron H. Walker, Registered Agent

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TALLAHASSEE, FLORIDA