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SEGRETARY OF STATE DIVISION OF CORPORATIONS







February 3, 2006

FALLON SMITH 57 NICHOLAS COURT ORMOND BEACH, FL 32176

SUBJECT: K.A. TOPPI, LLC Ref. Number: W06000005556

We have received your document for K.A. TOPPI, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return 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) 245-6984.

Letter Number: 506A00008175

Deborah Bruce Document Specialist

# Rebecca M. Becker

Attorney at Law & Certified Mediator

57 Nicholas Court
Ormond Beach, Florida 32176
Telephone: (386) 672-4365
Facsimile: (386) 676-7625
Website: Beckerlaw.net

Mediation Certifications: Civil Circuit, Family Law Dependency, Appellate, and County Member:

National & Florida Academies of Elder Law Attorneys Florida Bar: Real Property, Trusts & Probate, Tax, and Elder Law sections

January 27, 2006

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Fl. 32399

BY FED EX

Re: K.A. Toppi, LLC

SECRETARY OF STATE DIVISION OF CORPORATION

2006 MAR - | PM 2: OF

Dear Sir/Madam:

Enclosed regarding the above-referenced new limited liability company are:

- 1. Articles of Organization
- 2. Note: Article VII includes acceptance of Resident Agent and pertinent resident agent information.
- 3. Check # <u>5428</u> in the amount of \$ 130.00., made payable to the Secretary of State for: filing fee, Designation of Registered Agent, and a Certificate of Status..

I would appreciate your filing the above-referenced organization documents and returning the documents listed in 3. above to: Rebecca M. Becker, 57 Nicholas Court, Ormond Beach, Florida 32176.

Thank you for your kind cooperation.

Sincerely yours,

Fallon Smith

Paralegal for Rebecca M. Becker

/fs Encl.

#### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### **ARTICLE I - Name:**

The name of the Limited Liability Company is:

K. A. Toppi, LLC

#### ARTICLE II - Address:

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

## 3 Indianhead Drive Ormond Beach, Florida 32174

#### **ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be perpetual, or until dissograded by the members.

# ARTICLE IV - Management: (Check the appropriate box and complete the statement)

- The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

## Karen A. Toppi 3 Indianhead Drive Ormond Beach, Florida 32174

#### ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: 100% approval of the members.

### ARTICLE VI - Members' Rights 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 which terminates the continued membership of a member in the limited liability company shall be 100% approval of the members.

#### **ARTICLE VII - Distributions**

The managing member(s) shall have sole discretion over the distribution of income or assets of the company. In no event shall distributions be made to insolvent members or directly to third party creditors of insolvent members.

Signature of a member or an authorized representative of a member

Karen A. Toppi

Typed or printed name of Member or Designated Representative

RECORDING TABLE OF STATE OF S

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

Karen A. Toppi 3 Indianhead Drive Ormond Beach, Florida 32174

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, F.S.

Registered Agent's Signature

Karen A. Toppi

Typed or printed name of signatory