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J. BRYAN APR 24 2006

LAW OFFICES
WOOD & MURPHY
SUITE 8201
11211 PROSPERITY FARMS ROAD
PALM BEACH GARDENS, FLORIDA 33410
TELEPHONE (561) 691-1997
FAX (561) 691-1497

LAWRENCE E. MURPHY
MARSHALL B. WOOD, JR. (RET.)

April 17, 2006

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: South Florida Palms, LLC

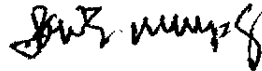
Gentlemen:

I enclose for filing the following:

1. Articles of Organization of South Florida Palms, LLC
2. Our firm's check number 5645 payable to Florida Division of Corporations in the amount of \$155.00 in payment of your filing fee (\$125) and one certified copy of the Articles of Organization (\$30.00).

We look forward to receiving your letter of acknowledgment and the certified copy.

Yours truly,



LAWRENCE E. MURPHY

LEM/dh
cc: M. Lynwood Bishop, Jr.

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ARTICLES OF ORGANIZATION

OF

SOUTH FLORIDA PALMS, LLC

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The undersigned, for the purpose of forming a limited liability company under Chapter 608 of the Florida Statutes ("the Act"), hereby sets forth the following:

ARTICLE I- NAME

The name of the limited liability company is South Florida Palms, LLC ("the Company").

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual until dissolution of the Company under the provisions of the written operating agreement signed by all of the members as then in effect ("the Operating Agreement"), or as required under the Act.

ARTICLE III - PURPOSE

The Company is organized for the purpose of engaging in any and all businesses and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV- ADDRESS

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

P.O. Box 20016
West Palm Beach, Florida 33416.

The street address of the principal office of the Company is:

6508 Travis Road
West Palm Beach, Florida 33406

These addresses may be changed from time to time as provided in the Operating Agreement.

ARTICLE V - REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and the initial registered office of the Company in the State of Florida are set out in the attached Certificate of Designation of Registered Agent/Registered Office.

ARTICLE VI - CAPITAL CONTRIBUTIONS

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the Operating Agreement, which may be amended from time to time in accordance with its terms.

ARTICLE VII - MEMBERS

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

ARTICLE VIII - CONTINUITY OF BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

ARTICLE IX - MANAGEMENT

M. Lynwood Bishop, Jr. is the member designated by the members as the Managing Member to act as the agent of the Company to carry out and further the decisions and actions of the members made under the Operating Agreement and is authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements and contracts, including but not limited to deeds, bills of sale, assignments, leases, promissory notes, mortgages and security agreements and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred, or evidenced, that are necessary, appropriate or beneficial to carry out or further those decisions or actions.

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ARTICLE X - INDEMNIFICATION

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member or former member to the full extent permitted under the Act.

Executed at West Palm Beach, Florida on April 13, 2006.

South Florida Palms, LLC

By: 

M. Lynwood Bishop, Jr.
Member

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

The name of the limited liability company is South Florida Palms, LLC.

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

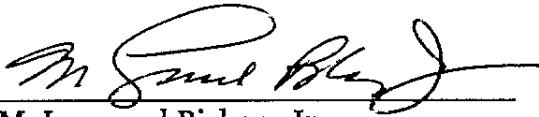
M. Lynwood Bishop, Jr.
6508 Travis Road
West Palm Beach, Florida 33406

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.

South Florida Palms, LLC

By: 

M. Lynwood Bishop, Jr.
Member



M. Lynwood Bishop, Jr.
Registered Agent