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HOWARD A. CAPLAN

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Florida &
Tennessee

May 5, 2006

Division of Corporations
Secretary of State
State Of Florida
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the Articles of Organization of Avreal Development, LLC along with the statement of registered agent, please send a certified copy of the Articles back, also enclosed is a check for the appropriate fee.

Sincerely,



Howard A. Caplan

HAC/mm
enclosures

ARTICLES OF ORGANIZATION
OF
AVREAL DEVELOPMENT, LLC

The undersigned organizer a natural person competent to contract, and authorized representative of the initial members hereof, hereby presents these Articles for the formation of a for profit limited liability company under the Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is Avreal Development, LLC.

ARTICLE II

This Company will exist perpetually.

ARTICLE III

The principal office, and the mailing address, of the Company initially will be at 6260 Dupont Station Court, Suite D, Jacksonville, Florida 32217. The principal office may be moved to any address that the members may choose, provided however that the principal office will be in the State of Florida.

ARTICLE IV

The registered office will be and the registered agent at that same address are:

Agent

Howard A. Caplan, Attorney, P.A.

Registered Office Address

6260 Dupont Station Court, Suite C
Jacksonville, FL 32217

ARTICLE V

Admission of new members will be as set forth in the Operating Agreement of the

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COUNTY CLERK
JACKSONVILLE, FLORIDA

Company.

ARTICLE VI

The death, incapacity, retirement, resignation, expulsion, bankruptcy, dissolution, or occurrence of any other event that terminates the continued membership of a member will not prevent the remaining members from continuing to operate the Company.

ARTICLE VII

The management of the Company is reserved to the members of the Company. However, the members may, upon vote of the then current membership interest ownership, elect to be manager managed.

<u>Member</u>	<u>Member's Address</u>
Sam & Charles, LLC	6260 Dupont Station Court, Suite D, Jacksonville, Florida 32217
Charles Price	6260 Dupont Station Court, Suite D, Jacksonville, Florida 32217

ARTICLE VIII

The general nature of the business that will be transacted by the Company is any legally permissible activity, including construction.

ARTICLE IX

No contract or other transaction between this Company and any other company will be affected by the fact that any member of this Company is interested in or is a member of such other company. Every person who may become a member of this Company is hereby relieved from any liability that might otherwise exist from contracting with this Company for the benefit of himself or any firm, association, or company in which he may be interested in any way.

ARTICLE X

This Company will have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, (6) health insurance plan, or other retirement or incentive compensation plans. This Company will have the power to make loans, secured or unsecured, to its Members, providing said members are active employees of the Company.

ARTICLE XI

The Company may indemnify any and all persons who may serve or who have served at any time as member, manager, managing member, employee, or agent of the Company or at any time have served as member, manager, managing member, employee, or agent of another company in which the Company at such time owned an interest.

ARTICLE XII

The name and address of the organizer and person signing these Articles of Organization are:

<u>Name</u>	<u>Address</u>
Howard A. Caplan	6260 Dupont Station Court, Suite C Jacksonville, FL 32217

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization, this 5th day of May, 2006.


Howard A. Caplan

ACKNOWLEDGMENT AND ACCEPTANCE

OF REGISTERED AGENT

Having been named to accept service of process for the above stated company, at the place designated in the Articles of Organization to which this is attached, I hereby accept to act in this capacity, and agree to comply with the provisions of said law relative to keeping open said office.

Dated this 6th day of May, 2006.

HOWARD A. CAPLAN, ATTORNEY, P.A.


Howard A. Caplan President

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OFFICE OF THE
CLERK OF THE
SUPERIOR COURT