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# KATHLEEN B. JOHNSON, P.A.

Attorney at Law  
125 Crawford Boulevard  
Boca Raton, FL 33432

Telephone: (561) 368-9800

Facsimile: (561) 368-5840

August 17, 2006

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32301

In re: D & L APARTMENTS, LLC

Dear Sir/Madam:

Enclosed please find the following documents:

1. Articles of Organization and Statement Designating Registered Agent and Office
2. Check in the amount of \$125.00 to record articles of Organization

Please forward to this office a copy of the recorded document as proof of filing.

Thank you for your attention to this matter.

Very truly yours,



Kathleen B. Johnson

KBJ/amj

Enclosures

**ARTICLES OF ORGANIZATION  
OF  
D & L APARTMENTS, LLC**

THE UNDERSIGNED CERTIFY THAT they have associated together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

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**1. NAME AND PRINCIPAL PLACE OF BUSINESS**

1.1. The name of the limited liability company shall be D & L APARTMENTS, LLC, and its principal office is 171 S. Broadway, Lantana, Florida 33462, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The company's mailing address is 822 Estuary Way, Delray Beach, FL 33483.

**2. COMMENCEMENT DATE AND DURATION**

2.1 The date when existence shall commence of this limited liability company shall be the date when these Articles have been executed and acknowledged if such date is within five business days prior to the date of filing, or the date filed with the Secretary of State of Florida if filed more than five business days after the date of such execution.

2.2 This limited liability company shall have a perpetual existence, or shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**3. PURPOSES AND POWERS**

3.1 In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

3.2 To engage in any activity or business authorized under the Florida Statutes.

3.3 In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida; and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3.4 To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability

company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

3.5 To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any such contracts.

3.6 To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

3.7 To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

3.8 The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

3.9 Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may or may not, under Florida laws, lawfully carry on, exercise, or do.

4. **MANAGEMENT**

4.1. The limited liability company shall be managed by one or more managing members as may be determined from time to time in accordance with the Regulations of the company. The names and addresses of the persons who shall serve until the first annual meeting of members or until a successor is elected and qualified are as follows:

DEAN WILLIAMS, and LUZ WILLIAMS, 822 Estuary Way, Boca Raton, FL 33483

5. **MEMBERSHIP RESTRICTIONS**

5.1 Members shall have the right to admit new members by consent of two-thirds of the voting interest of the members. Contributions required of new members shall be determined as to the time of admission to the limited liability company.

5.2 A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

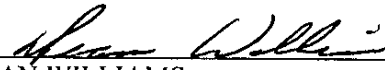
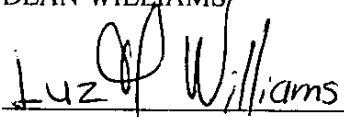
5.3 On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on consent of two-thirds of the voting interest of the remaining members.

6. **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

6.1 The name and address of the initial registered agent of the limited liability company is DEAN WILLIAMS, 822 Estuary Way, Boca Raton, FL 33483.

The undersigned, the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of D & L APARTMENTS, LLC.

Executed by the undersigned at Boca Raton, Florida on the 15 day of August, 2006.

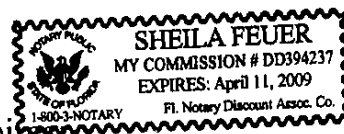
  
\_\_\_\_\_  
DEAN WILLIAMS  
  
\_\_\_\_\_  
LUZ WILLIAMS

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10 day of  
August, 2006, by DEAN WILLIAMS and LUZ WILLIAMS, who are  
personally known to me or whom have produced self as  
identification and who did not take an oath.

*Sheila Feuer*

Notary Public  
State of Florida  
Serial Number:  
My Commission Expires:



**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is D & L APARMENTS, LLC.

The name of the registered agent is DEAN WILLIAMS, and the street address of the company's registered office where the agent is located is 822 Estuary Way, Boca Raton, FL 33483.

This statement is to acknowledge that, as indicated above, D & L APARTMENTS, LLC, has appointed DEAN WILLIAMS as its registered agent to accept service of process for the company at the place designated above in this certificate. DEAN WILLIAMS accepts this appointment as registered agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

  
DEAN WILLIAMS

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STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10 day of August, 2006, by DEAN WILLIAMS, who is personally known to me or who has produced SELF as identification and who did not take an oath.



Notary Public  
State of Florida  
Serial Number:  
My Commission Expires

