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DIVISION OF CORPORATION

# **COVER LETTER**

| Division of Corporations   |   |
|--|---|
| SUBJECT: Lost Key Galia,   | L.L.C.  |
|  | e of Limited Liability Company)   |
| The enclosed Articles of Organization and  | fee(s) are submitted for filing.  |
| Please return all correspondence concerning  | g this matter to the following:   |
| Victor C. Franck   |   |
|  | (Name of Person)  |
|  | (Firm/Company)  |
| 00 Duig - 1. Oissle  |   |
| 82 Driftoak Circle   | (Address)   |
| The Woodlands  |   |
| The Woodlands,   | (City/State and Zip Code)   |
|  |   |
| For further information concerning this mat  | ter, please call:   |
| Victor C. Franck   | at ( 936 ) 271-4989 (Area Code & Daytime Telephone Number)                  |
| (Name of Person)   | (Area Code & Daytime Telephone Number)                                      |
| Enclosed is a check for the following an   | mount:  |
| \$125.00 Filing Fee \$130.00 Filing Certificate of St  |   |
| Mailing Address<br>Registration Sect<br>Division of Corp<br>P.O. Box 6327<br>Tallahassee, FL | ion Registration Section orations Division of Corporations Clifton Building |

# ARTICLES OF ORGANIZATION FOR LOST KEY GALIA, L.L.C.

(a Florida Limited Liability Company)

The undersigned person, a member of Lost Key Galia, L.L.C., a Florida Limited Liability Company, and acting as the organizer of the Limited Liability Company, hereby adopts the following Articles of Organization for the Limited Liability Company pursuant to Chapter 608, Florida Statutes.

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

The name of the Limited Liability Company is:

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Lost Key Galia, L.L.C.

#### ARTICLE II - Duration

The period of duration for the Limited Liability Company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the members.

#### **ARTICLE III - Address**

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

% Victor C. Franck 82 Driftoak Circle The Woodlands, TX 77381

## **ARTICLE IV - Registered Agent**

The name and address of the initial Registered Agent for the Limited Liability Company are as follows:

James W. Green 13936 Playa Way Perdido Key, FL 32507

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

The members shall have the right to admit additional members upon the written consent of members holding the required percentage of membership interests as provided in the Regulations and the satisfaction of all other terms and conditions of admission as provided in the Regulations.

### **ARTICLE VI - Members Rights to Continue Business**

The remaining members of the Limited Liability Company shall have the right to continue the business upon the death, 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 provided there are at least two remaining members and the business of the Company is continued by the consent of all remaining Members.

### **ARTICLE VII - Management**

The Limited Liability Company is to be managed by managers. The number of managers shall from time to time be fixed by the Regulations of the Limited Liability Company. The number of managers constituting the initial managers is three (3). Managers need not be residents of the State of Florida or members of the Limited Liability Company. The names and addresses of such managers who are to serve as managers until the first annual meeting of members or until their successors are duly elected and qualify, unless they shall sooner die, resign or be removed in accordance with the Regulations of the Limited Liability Company, are as follows:

James W. Green 13936 Playa Way Perdido Key, FL 32507 Victor C. Franck 82 Driftoak Circle The Woodlands, TX 77381

Kenneth A. Franck 320 Society Street Alpharetta, GA 30022

The undersigned person, a member of Lost Key Galia, L.L.C., a Florida Limited Liability Company, and acting as the organizer of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization for the Limited Liability Company.

Victor C. Franck, Member

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE FOR LOST KEY GALIA, L.L.C.

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Lost Key Galia, L.L.C.

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

James W. Green 13936 Playa Way Perdido Key, FL 32507

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.

James W. Green, Registered Agent