

L07000035575

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500094414575

W07-15262

03/27/07--01036--023 **250.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 APR -4 AM 9:43

LEGAL & COMPLIANCE, LLC

*LAURA ANTHONY, ESQUIRE
STUART REED, ESQUIRE
OF COUNSEL*

WWW.LEGALANDCOMPLIANCE.COM

DIRECT E-MAIL:
LAURAANTHONYPA@AOL.COM

March 26, 2007


Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: LeaseBank Partners, LLC
WIRAS, LLC

Sir/Madame:

Enclosed please find this firm's check in the amount of Two Hundred and Fifty Dollars (\$250.00) payable to the Florida Department of State together with an original and one copy of the Articles of Organization for the formation of LeaseBank Partners, LLC and WIRAS, LLC.

Sincerely yours,


Laura E. Anthony,
For the Firm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 APR -4 AM 9:43

ARTICLES OF ORGANIZATION

FOR

LEASEBANK PARTNERS, LLC

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I. NAME OF LLC

The name of the limited liability company is LEASEBANK PARTNERS, LLC.

The address of the principal office of this limited liability company shall be 1157 San Michele Way, Palm Beach Gardens, Florida 33418 and the mailing address of the limited liability company shall be the same.

ARTICLE II. NATURE OF BUSINESS

This limited liability company may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including, but not limited to, the following:

- (a) To own and operate a business;
- (b) To acquire, own, use, convey, and otherwise dispose of and deal in real or personal property or any interest in such property;
- (c) To do such other acts as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed;
- (d) To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 APR -4 AM 9:43

The foregoing shall be construed as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

ARTICLE III. REGISTERED AGENT

The name and street address of the registered agent of the limited liability company shall be Laura E. Anthony, Esquire, Suite 217, 330 Clematis Street, West Palm Beach, FL 33401. The registered agent is an individual resident of the State of Florida.

ARTICLE IV. ORGANIZATION

The limited liability company shall initially have one member who shall be the initial Manager. The name and address of the initial member is:

Donald M. Schwartz, 1157 San Michele Way, Palm Beach Gardens, Florida 33418

ARTICLE V. TERM

This limited liability company is to exist perpetually.

ARTICLE VI. FORM OF MANAGEMENT

The management of LeaseBank Partners, LLC. shall be vested pursuant to the Operating Agreement. The members may determine to grant exclusive rights to control and manage LeaseBank Partners, LLC, to Managers and/or Managing Members, without restriction by these Articles of Organization.

ARTICLE VII. INDEMNIFICATION

(a) The company shall indemnify every member and manager, and the member or manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action,

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 APR -4 AM 9:43

suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this limited liability company.

(b) This indemnification is being given because the member and manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.

(c) This indemnification is not exclusive of other rights to which the member or manager(s) may be entitled.

(d) The member and manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.

(e) A member or manager shall be liable to the company for the following actions:


(1) Any breach of his or her duty of loyalty to the company, or to its members;

(2) An act or omission that was taken in bad faith and which constitutes a breach of the Manager's duty to the company by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law;

(3) A transaction in which the manager benefits to the detriment of the company or its members.

(4) An action for which the manager is liable at law and for which an indemnification is not allowed.

The undersigned authorized representative organizer has executed these Articles of Organization on March 26, 2007.


LAURA E. ANTHONY, Authorized Representative
Organizer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 APR - 16 AM 9:43

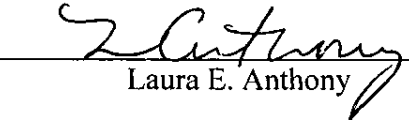
**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF ORGANIZATION**

Laura E. Anthony, an individual residing in this state, having a business office located at Suite 217, 330 Clematis Street, West Palm Beach, FL 33401, identical with the registered office of the limited liability company named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization of:

LEASEBANK PARTNERS, LLC.

Laura E. Anthony is familiar with and accepts the obligations of the position of Registered Agent under Section 608.415, Florida Statutes.

Date: March 26, 2007

BY: 
Laura E. Anthony

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 APR -4 AM 9:43

OFFICE OF FINANCIAL INSTITUTIONS AND SECURITIES REGULATION

OFFICE OF FINANCIAL INSTITUTIONS

CORPORATE NAME APPROVAL REQUEST

Pursuant to Section 655.922, Florida Statutes, no person other than a financial institution shall in this state transact business under any name or title that contains the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner.

A proposed corporate name should be definitive enough to differentiate the business to be conducted from that of a commercial bank, trust company, savings and loan association, savings bank, or credit union. For example, a mortgage-related business should use the word "mortgage" in its corporate name.

In order for the Office of Financial Institutions to consider your request for approval to use "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner in your corporate title, and issue a no objection letter, please provide the following information:

- The corporate name proposed is:

Leasebank Partners, LLC

- The nature of the business to be transacted:

Purchasing and Selling of Oil and Gas Leases

- The proposed business will be located at:

1157 San Michele Way Palm Beach Gardens, FL 33418
Street Address City State Zip Code Telephone

- List the principals involved in the proposed company:

Donald M. Schwartz

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 07 APR -4 AM 9:43

Contact Person:	Name	Address	Telephone
	Laura Anthony.	330 Clematis St Suite 217 West Palm Beach, FL 33401	561-514-0936

Return to:

Deputy Director
 Office of Financial Institutions
 200 East Gaines Street
 Tallahassee, Florida 32399-0371
 (850) 410-9111 (850) 410-9548 (fax)