

W07000038873

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W07-38873  
OK

**HAL SPENCE, P.A.**  
**ATTORNEY AT LAW**  
**221 N. CAUSEWAY, SUITE A**  
**NEW SMYRNA BEACH, FL 32169-5239**

TELEPHONE: 386-427-5227

FACSIMILE: 386-423-3909

EMAIL: HSPENCEPA@AOL.COM

April 9, 2007

Department of State  
Corporate Records Bureau  
409 E. Gaines Street  
Tallahassee, FL 32301

Re: R & D Properties, L.L.C.

Dear Sir:

Enclosed are the original and one copy of the Articles of Organization of the above limited liability company. We have also enclosed a check in the amount of \$155.00 for the filing fee and **one** certified copy.

Please process this at your earliest opportunity and return the certified copy of the Articles of Organization to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact my office.

Very truly yours,



Hal Spence

HS/tm

Enclosures

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**ARTICLES OF ORGANIZATION  
OF  
R & D PROPERTIES, L.L.C.**

The undersigned, for the purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability Company shall be R & D Properties, L.L.C. ("Company").

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE**

The mailing and street address of the principal office of the limited liability Company 557 Caro Court, New Smyrna Beach, FL 32168.

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to engage and to transact any lawful business for which a limited liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability Company under the laws of the State of Florida.

**ARTICLE V - REGISTERED OFFICE AND AGENT**

The name and Florida street address of the limited liability company's registered agent is Hal Spence, 221 North Causeway, New Smyrna Beach, FL 32169.

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## **ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

## **ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

## **ARTICLE VIII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE IX - TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

## **ARTICLE X - MANAGEMENT**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not

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inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

**NAME**

Robert L. Towe

**ADDRESS**

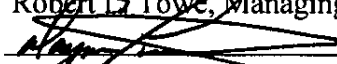
557 Caro Court  
New Smyrna Beach, FL 32168

Daymon Lawrenson

2450 Wassum Trail  
Chuluota, FL 32766

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at New Smyrna Beach, Florida, for the foregoing uses and purposes this 4th day of April, 2007.

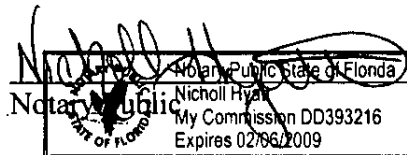
  
Robert L. Towe, Managing Member

  
Daymon Lawrenson, Managing Member

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME personally appeared ROBERT L. TOWE and DAYMON LAWRENSON, to me well known to be the organizers of the above limited liability Company and who subscribed the above Articles of Organization, and they freely and voluntarily acknowledged before me according to law that they made the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand affixed my official seal this the 4 day of April, 2007.



Printed Name of Notary Public

Personally known

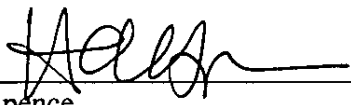
Produced Identification

Type of Identification Produced

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### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of R & D PROPERTIES, L.L.C., as the registered agent of this limited liability Company, hereby consents to his appointment as registered agent of the Company.

  
\_\_\_\_\_  
Hal Spence  
Registered Agent

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**EXHIBIT "A"**

<u>Name</u>	<u>Amount</u>
Robert L. Towe	\$1,000.00
Daymon Lawrenson	\$1,000.00

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