# Division of Corporations

#### Florida Department of State

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### FLORIDA/FOREIGN LIMITED LIABILITY CO.

10850 Cosmonaut, LLC

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#### ARTICLES OF ORGANIZATION

OF

#### 10850 COSMONAUT, LLC

The undersigned acting as the organizer of 10850 Cosmonaut, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

#### ARTICLE I - Name:

The name of the limited liability company is 10850 Cosmonaut, LLC (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 1540 Highway 138 S., Suite 3-E, Conyers, Georgia 30013.

#### **ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

#### **ARTICLE IV - Management:**

The Company is to be managed by its Members, unless and until one or more managers are elected in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers, if any, shall be elected as described in the Operating Agreement.

#### **ARTICLE V - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

#### ARTICLE VI - Initial Registered Agent and Office:

The initial registered agent for the Company shall be B&C Corporate Services of Central Florida, Inc. and the street address of the Company's initial registered office is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

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#### ARTICLE VII - Amendmunts:

The Company reserves the right to emend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

#### **ARTICLE VIII - Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the belrs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, panding or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the Company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), shall , and the state of the company ("Indemnitee"), and the company ("Indemnitee"), and th be indemnified and held hermiess by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification of the indemnification conferred in this Article, the Indemnites shall also be entitled to have paid directly by the the second in the indemnites shall also be entitled to have paid directly by the the second in the second in this Article, the Indemnites shall also be entitled to have paid directly by the second in this Article, the Indemnites shall also be entitled to have paid directly by the second in this Article, the Indemnites shall also be entitled to have paid directly by the second in this article. Company the expenses reasonably incurred in defending any such proceeding against such the interest of the contract of the con Indemnites in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may bereafter be amended. The rights and authority conferred in this are least that the same exists or may be exactly the same exists are least to the same exists or may be exactly the same exists of the same exists of the same exists. Article shall not be exclusive of any other right which any person may have or hereafter acquire: under any statute, provision of the Articles of Organization or the Operating Agreement of the State of the S Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article and Article by the Members of the Company shall not adversely affect any right or protection of a member. manager or officer existing at the time of such repeal or amendment.

#### ARTICLE IX - Continuation of Bruiness:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned Member representative has executed these Articles of Organization as of this <u>15</u> day of May, 2007.

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is 10850 Cosmonaut, LLC.
- 2. The name and address of the registered agent and office is:

B&C Corporate Services of Central Florida, Inc. 390 North Orange Avenue, Suite 1400 Orlando, Florida 32801

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.

**B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.** 

By: Vice President

Dated this 16th day of May, 2007.

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CRETART OF STATE
LAHASSEE, FLORIDA