

Aug 16 2007 9:55AM

Division of Corporations

THE LAW OFFICES OF NICK

15 33 38

P

ge

L07000084184

**Florida Department of State
Division of Corporations
Public Access System**

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H07000205849 3)))



H070002058493ABC2

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : THE LAW OFFICES OF NICK SPRADLIN PLLC
Account Number : I2007C000020
Phone : (813) 435-3176
Fax Number : (813) 333-6358

FLORIDA/FOREIGN LIMITED LIABILITY CO.

PRESTIGE PROPERTY INVESTORS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	6
Estimated Charge	\$125.00

RECEIVED

07 AUG 16 AM 10:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 AUG 16 AM 8:02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

Received From: Aug 16, 2007 9:56AM Fax Station: THE LAW OFFICES OF NICK SPRADLIN, PLLC

850-205-0381

8/16/2007 9:54

PAGE 001/001

Florida Dept of State



August 16, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

THE LAW OFFICES OF NICK SPRADLIN, PLLC

SUBJECT: PRESTIGE PROPERTY INVESTORS, LLC

REF: W07000040062

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet:

The document must be signed by a member or an authorized representative of a member.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
Registration/Qualification Section

FAX Aud. #: H07000205849
Letter Number: 507A00049895

**Articles of Organization of
PRESTIGE PROPERTY INVESTORS, LLC**

The undersigned person, acting as organizer for the purpose of forming a business Limited Liability Company under the Florida Limited Liability Company Act, Florida Statute Chapter 608 the laws of the State of Florida, adopts the following Articles of Organization:

Article 1. The name of the limited liability company is:
PRESTIGE PROPERTY INVESTORS, LLC

Article 2. The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of the State of Florida, and to have all powers that are afforded to limited liability companies under the laws of the State of Florida.

Article 3. The duration of this limited liability company shall be perpetual.

Article 4. The principal address of business for the Limited Liability Company is:
**1818 14ST SOUTH
SAINT PETERSBURG, FLORIDA 33705**

Article 5. The mailing address of the Limited Liability Company is:
**1818 14ST SOUTH
SAINT PETERSBURG, FLORIDA 33705**

Article 6. The initial registered agent of this limited liability company is:
**THE LAW OFFICES OF NICK SPRADLIN, PLLC
4001 WEST HENRY AVENUE SUITE 306
TAMPA, FLORIDA 33614**

Article 7. The initial address of the office of the registered agent of the limited liability company is:
**4001 WEST HENRY AVENUE SUITE 306
TAMPA, FLORIDA 33614**

Article 8. This company will be managed by the following persons whose names and addresses are as follows:
**CHIEF EXECUTIVE MANAGER: CHRISTI A. PALMERI
1818 14ST SOUTH**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 AUG 16 AM 8:02

H07000205849 3

SAINT PETERSBURG, FLORIDA 33705
SECRETARY: DANIEL W. BARGA
1818 14ST SOUTH
SAINT PETERSBURG, FLORIDA 33705
CHIEF FINANCIAL OFFICER: DANIEL W. BARGA
1818 14ST SOUTH
SAINT PETERSBURG, FLORIDA 33705

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 AUG 16 AM 8:02

Article 9. The Company reserves the right to admit new members at any time.

Article 10. The Company reserves the right to continue, without dissolution, under the terms as set forth in the company Operating Agreement, upon any act that might otherwise cause the dissolution of the company or the dissociation of a member under the laws of the State of Florida.

Article 11. This company shall be dissolved upon the dissolution, bankruptcy, expulsion, resignation, retirement, or death of a member or manager, or upon the occurrence of any other purpose 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 lasting members, provided here is at least one lasting member

Article 12. This Limited Liability Company adopts the following additional articles:

Article 13. These Articles of Organization **SHALL BE EFFECTIVE** upon approval of the Secretary of State, State of Florida.

Article 14. Indemnification

The Company shall not sue and indemnify its current Managers and officers to the fullest extent permitted under the laws of this state. Such indemnification shall not be deemed to be exclusive of any other rights to which the indemnified person is entitled, consistent with law, under any provision of the Articles of Organization or Operating Agreement of the company any general or specific action of the Managers, the terms of any contract, or as may be permitted or required by

H07000205849 3

common law. The Company may purchase and maintain insurance or provide another arrangement on behalf of any person who is a Manager against any liability asserted against him or her and incurred by him or her in such a capacity or arising out of his or her status as a Manager, whether or not The Company would have the power to indemnify him or her against that liability under the laws of the state of FLORIDA. To the extent that Indemnities have been successful or unsuccessful on the merits in defense of any action, suit or proceeding or in defense of any issue or matter therein, including, without limitation, dismissal without prejudice, Indemnities shall be indemnified against any and all expenses (including attorney fees), judgments, fines taxes, penalties and amounts paid in settlement with respect to such action, suit or proceeding. The Company shall not settle any action or claim in any manner which would impose any penalty or limitation on Indemnities without Indemnities' prior written consent. Indemnities shall not unreasonably withhold consent to any proposed settlement. Indemnity shall notify in writing of any matter with respect to which Indemnities intended to seek indemnification hereunder as soon as reasonably practicable following the receipt by Indemnities of written threat thereof; provided, however, that failure to so notify the Company shall not constitute a waiver by Indemnities of their rights hereunder. The Company shall advance to Indemnities amounts to cover expenses (including attorney fees) incurred by indemnities in defending any such action, suit or proceeding in advance of the final disposition thereof upon receipt of reasonably satisfactory evidence as to the amount of such expenses. Indemnities' written certification together with a copy of any expense statement paid or to be paid by Indemnities shall constitute satisfactory evidence as to the amount of expenses. This Agreement shall terminate when Indemnities' services to the Company as Managers end.

IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Tampa, Florida, for the foregoing uses and purposes

Dated: 08-15, 20 07

[Signature]
Signature of Organizer, Authorized Representative of the Member(s)

Pararella Law
Printed Name of Organizer, Authorized Representative of the Member(s)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 AUG 16 AM 8:02

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

The Law Offices of Nick Spradlin, PLLC, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the

H07000205849 3

position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

I ACKNOWLEDGE OUR APPOINTMENT AS REGISTERED AGENT OF THIS LIMITED LIABILITY COMPANY AND ACCEPT THE APPOINTMENT.



Nick Spradlin, (CEO) Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 AUG 16 AM 8:02