

L07000100319

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

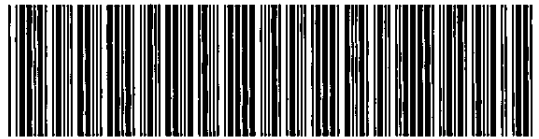
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer

Office Use Only



800109738758

RECEIVED  
07 OCT -2 PM 4:16  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

FILED  
07 OCT -2 AM 8:35  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 254999 7454303

AUTHORIZATION

COST LIMIT : \$ 160.00

FILED  
07 OCT -2 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 2, 2007

ORDER TIME : 3:21 PM

ORDER NO. : 254999-005

CUSTOMER NO: 7454303

DOMESTIC FILING

NAME: STEEPLE CHASE FARM PROPERTIES,  
LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX PLAIN STAMPED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
07 OCT -2 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
STEEPLE CHASE FARM PROPERTIES, LLC**

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Florida Limited Liability Company (the "Company") under the laws of the State of Florida does set forth the following:

1. **NAME.** The name of the Company is:

**STEEPLE CHASE FARM PROPERTIES, LLC**

2. **PERIOD OF DURATION.** In accordance with Section 608.409(1) of the Florida Limited Liability Company Act ("Act"), the term of existence shall begin the date these Articles are filed and its duration shall be perpetual, unless other dissolved or terminated by the unanimous written agreement of all members or pursuant to an event described in paragraph 7 of these Articles of Organization.

3. **PURPOSE.** The purpose for which the Company is organized is to conduct any and all lawful business it may desire. The Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of the laws of the State of Florida.

4. **ADDRESS OF COMPANY.** The mailing and street address of the place of business in Florida for the Company is: **c/o Donald P. Dufresne, Esq., Greenspoon Marder, P.A., 250 South Australian Avenue, Suite 1010, West Palm Beach, FL 33401.**

5. **REGISTERED AGENT.** The name and address of the initial registered agent in Florida for the Company is: **Donald P. Dufresne, Esq., Greenspoon Marder, P.A., 250 South Australian Avenue, Suite 1010, West Palm Beach, FL 33401.**

6. **ADMISSION OF ADDITIONAL MEMBERS.** Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority in interest of the members holding membership interests of the Company, either in attendance at a duly called meeting of the members at which a quorum exists or by written consent of the members of the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members, and upon such member's agreement to comply with these Articles of Organization, its regulations or guidelines as the members may from time to time determine, in their sole discretion.

7. **CONTINUITY OF BUSINESS.** Upon 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 the Company, the business of the Company shall be continued and the Company shall not be dissolved, unless the consent of all remaining members of the Company is obtained.

8. **MANAGEMENT.** The Company is to be managed jointly by two (2) Managers. The name and address of such Managers who are to serve as Managers until the first annual meeting of members or until their successors are elected and qualified are:

**CAROL DOLLARD**

**WILLIAM DOLLARD**

9. **CERTAIN ACTIONS REQUIRING UNANIMOUS VOTE.** The unanimous vote of the Company's Members shall be required in order to take any of the following actions:

1. Filing a petition or consent to a petition seeking reorganization, arrangement, adjustment, winding-up, dissolution, composition, liquidation or other relief on behalf of the Company of its debts under any federal or state law relating to bankruptcy.
2. Seeking or consenting to the appointment of a receiver, liquidator, assignee, trustee, sequestrator, custodian or any similar official for the Company or a substantial portion of its properties.
3. Making any assignment for the benefit of the Company's creditors
4. Taking any action in furtherance of any of the foregoing

10. **RIGHT OF ASSIGNEE TO BECOME A MEMBER.** An assignee of a member's interest in the Company may become a member of the Company and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority in interest of the members holding membership interests of the Company (excluding the member seeking to transfer his or her interest in the Company) either in attendance at a duly called meeting of the members at which a quorum exists or by

written consent of the members of the Company. The rights of the assignee shall be subject to the regulations, if any, and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the regulations of the Company, if any and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time.

11. **RETURN OF CAPITAL.** No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's regulations or operating agreement, if any, then in existence, or after the securitization of the Loan only if the Borrower receives (I) confirmation from each of the applicable rating agencies that such amendment would not result in the qualification, withdrawal, or downgrade of any securities rating and (ii) approval of such amendment by the Lender or its assigns.

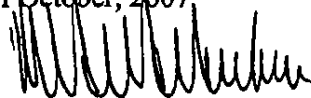
12. **AMENDMENT TO ARTICLES OF ORGANIZATION.** Except as restricted below, Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the affirmative vote of a majority in interest of the members of the Company which vote is taken at a duly called meeting of the members at which a quorum is present, or by written consent of the members of the Company.

13. **CONTINUANCE OF COMPANY.** If there is a death, dissolution or other "termination event" of one or more members and at least one member remains, the Company shall not dissolve, and the Company shall continue its existence (and not dissolve) for so long as a solvent member exists.

14. **REGULATIONS.** Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal regulations or any provision thereof, upon the affirmative vote of a majority in interest of the members of the Company in attendance at a meeting of the members duly called at which a quorum exists, or by written consent of the members of the Company. Such regulations shall comply with the provisions set forth herein.

15. **AUTHORIZED REPRESENTATIVE.** The name and address of the Authorized Representative signing these Articles is: **DONALD P. DUFRESNE, ESQ., GREENSPOON MARDER P.A., 250 South Australian Avenue, Suite 1010, West Palm Beach, FL 33401.**

IN WITNESS WHEREOF, the undersigned, as Authorized Representative, has executed these Articles of Organization this 2<sup>nd</sup> day of October, 2007



---

**DONALD P. DUFRESNE, ESQ.**  
**Authorized Representative**

**CERTIFICATE OF DESIGNATION OF**  
**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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

**STEEPLE CHASE FARM PROPERTIES, LLC**

2. The name and address of the registered agent and office is:

**Donald P. Dufresne, Esq.  
Greenspoon Marder, P.A.  
250 South Australian Avenue, Suite 1010  
West Palm Beach, FL 33401**

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.



---

**DONALD P. DUFRESNE, ESQ.**  
Registered Agent