

LD70000108458

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.

((H07000261260 3)))



H070002612603ABCY

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) 617-6383

LS

From:

Account Name : KEVIN M. HELMICH, PA
Account Number : I20020000062
Phone : (850) 650-4747
Fax Number : (850) 650-8090

~~LD7 52888~~

FLORIDA/FOREIGN LIMITED LIABILITY CO.

S.L.K. Properties, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

RECEIVED

07 OCT 24 PM 12:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 OCT 25 AM 8:48

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

10/25/2007 10:36

8506508090

KEVIN HELMICH PA

PAGE 01/07

850-617-8381

10/25/2007 10:48

PAGE 001/002

Florida Dept of State



October 25, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

KEVIN M. HELMICH, PA

SUBJECT: S.L.K PROPERTIES, L.L.C.
REF: W07000052888

RECEIVED
07 OCT 25 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is
L06000087156.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

P.O BOX 6327 - Tallahassee, Florida 32314

10/25/2007 10:36 8506508090

KEVIN HELMICH PA

PAGE 02/07

850-617-6381

10/25/2007 10:46

PAGE 002/002 Florida Dept of State



Leslie Sellers
Regulatory Specialist II

FAX # : H07000261260
Department Number: 607300062711
FLORIDA DEPARTMENT OF STATE
Division of Corporations

P.O BOX 6327 - Tallahassee, Florida 32314

((H07000261260 3)))

ARTICLES OF ORGANIZATION

OF

S & L KARIAN PROPERTIES, L.L.C.

The undersigned subscribers hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I

NAME

The name of this limited liability company shall be S & L Karian Properties, L.L.C.

ARTICLE II

DURATION

This limited liability company shall terminate no later than December 31, 2107.

ARTICLE III

PURPOSE AND POWERS

This limited liability company is organized for the purpose of real estate investment and management, together with conducting any and all other lawful business not in conflict with the statutes of the State of Florida. This limited liability company shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the limited liability company is at 101 Mattie M. Kelly Boulevard, Destin, Florida 32541. The mailing address of the limited liability company is 101 Mattie M. Kelly Boulevard, Destin, Florida 32541.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 4481 Legendary Drive, Suite 200, Destin, Florida 32541, and the name of the initial registered agent at that address is Kevin M. Helmich, Esquire.

((H07000261260 3)))

Prepared by: Kevin M. Helmich, P.A.
Post Office Box 5499
Destin, Florida 32541
(850) 650-4747

FILED
2007 OCT 25 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H07000261260 3)))

ARTICLE VI
MANAGEMENT

The management will consist of two (2) managers. The names and addresses of the initial managers of the limited liability company are as follows:

Stephan Karian
101 Mattie M. Kelly Boulevard
Destin, Florida 32541

Lori Karian
101 Mattie M. Kelly Boulevard
Destin, Florida 32541

Management shall be by all persons above named.

ARTICLE VII
QUORUM

A quorum of the managers consists of a majority (51% or over) of the total number of managers.

ARTICLE VIII
MANAGEMENT ACTION

Any managers acting alone shall leave authority to carry on normal business activities in the ordinary course of business. Unanimous consent of the managers shall be required to buy, sell, or encumber real property.

ARTICLE IX
COMPENSATION OF MANAGERS

Compensation of management will be determined by unanimous vote of the managers.

ARTICLE X
MANAGEMENT MEETINGS

Except as provided above, no action by management can be taken without a meeting of the managers or the unanimous written consent of the managers. All regularly scheduled management meetings must be preceded by at least two (2) days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all managers waive such notice in writing.

ARTICLE XI
SPECIAL MEETINGS

All special meetings of the managers must be preceded by at least two (2) days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all managers waive such notice in writing.

((H07000261260 3)))

((H07000261260 3)))

ARTICLE XII
INITIAL MEMBERS

There shall be two (2) classes of Members of the Company, Class A and Class B. The names and addresses of the Class A members of this limited liability company are as follows:

Stephan & Lori Karian, as co-trustees of the Stephan Karian Revocable Trust Agreement dated October 23, 2007 101 Mattie M. Kelly Boulevard Destin, Florida 32541	Lori & Stephan Karian, as co-trustees of the Lori Karian Revocable Trust Agreement dated October 23, 2007 101 Mattie M. Kelly Boulevard Destin, Florida 32541
---	--

The names and addresses of the Class B members of this limited liability company are as follows:

Stephan & Lori Karian, as co-trustees of the Stephan Karian Revocable Trust Agreement dated October 23, 2007 101 Mattie M. Kelly Boulevard Destin, Florida 32541	Lori & Stephan Karian, as co-trustees of the Lori Karian Revocable Trust Agreement dated October 23, 2007 101 Mattie M. Kelly Boulevard Destin, Florida 32541
---	--

ARTICLE XIII
ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of the Class A members of the company existing at that time.

ARTICLE XIV
MEMBERSHIP MEETINGS

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

ARTICLE XV
DISPOSAL OF ASSETS

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by unanimous vote of the members.

ARTICLE XVI
DISSOLUTION

Upon the death, retirement, resignation, expulsion or dissolution of any member of this limited liability company or the occurrence of any other event, which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

((H07000261260 3)))

Prepared by: Kevin M. Helmich, P.A.
Post Office Box 5499
Destin, Florida 32541
(850) 650-4747

FILED
2007 OCT 25 AM 8:4
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H07000261260 3)))

ARTICLE XVII
TRANSFER OF INTEREST

Subject to the Operating Agreement of the Company, a member may transfer that member's right to receive shares of profits and returns of capital contributions. No member, however, but may assign any of the rights to participate in the management.

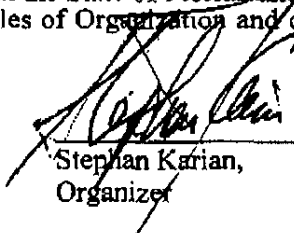
ARTICLE XVIII
REDEMPTION OF INTEREST

Should any member decide to resign from the company, and desires to sell his, her, or its entire interest in the company, that member shall first offer the interest to the remaining members of the company.

ARTICLE XIX
AMENDMENT OF REGULATIONS

The power to amend the Regulations is reserved exclusively to the unanimous vote of the Class A members.

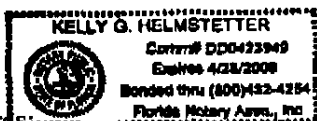
IN WITNESS WHEREOF, the undersigned, being a member hereinbefore named, has hereunto set his hand and seal on this 23rd day of October, 2007, for the purpose of forming a limited liability company to do business both within and without the State of Florida and does make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.


Stephan Karian,
Organizer

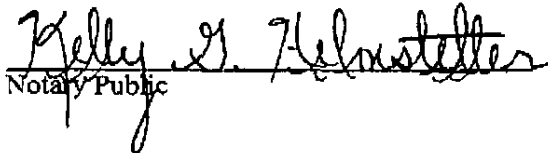
STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 23rd day of October, 2007 and who personally appeared Stephan Karian, who is personally known to me and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 23rd day of October, 2007.



My commission expires


Notary Public

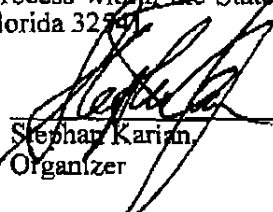
(((H07000261260 3)))

FILED
2007 OCT 25 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H07000261260 3)))

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

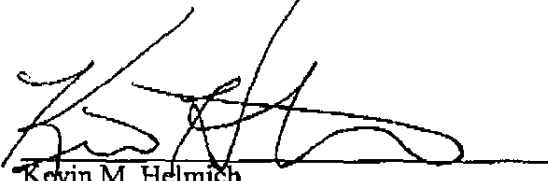
Pursuant to Section 608.415, Florida Statutes, the following is submitted: **S & L Karian Properties LLC** desiring to organize under the laws of the State of Florida with its principal place of business at 101 Mattie M. Kelly Boulevard, Destin, Florida 32541, has named Kevin M. Helmich as its agent to accept service of process within the State of Florida, whose address is 4481 Legendary Drive, Suite 200, Destin, Florida 32541.


Stephan Karian,
Organizer

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Having been named as registered agent and to accept service of process for the above named Limited Liability Company, at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

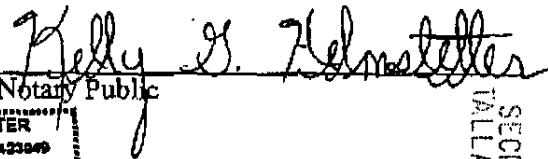
Dated this 23rd day of October, 2007.


Kevin M. Helmich,
Registered Agent

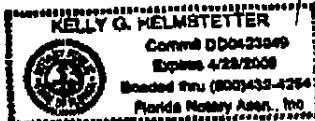
State of Florida
County of Okaloosa

The foregoing instrument was acknowledged before me this 23rd day of October, 2007, and who personally appeared Kevin M. Helmich, who is personally known to me and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 23rd day of October, 2007.


Notary Public

My commission expires:



Prepared by: Kevin M. Helmich, P.A.
Post Office Box 3499
Destin, Florida 32541
(850) 650-1747

(((H07000261260 3)))

2007 OCT 25 AM 8:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA