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**EXAMINER** 

# GOODLETTE, COLEMAN, JOHNSON, YOVANOVICH & KOESTER, P.A. ATTORNEYS AT LAW

Kevin G. Coleman J. Dudley Goodlette Kenneth R. Johnson Richard D. Yovanovich Edmond E. Koester

Northern Trust Bank Building 4001 Tamiami Trail North, Suite 300 Naples, FL 34103 (239) 435-3535 (239) 435-1218 Facsimile Linda C. Brinkman Gregory L. Urbancic William M. Burke Craig D. Grider Matthew L. Grabinski Matthew R. Galloway Matthew M. Jackson Alex R. Figares Jeffrey J. Beihoff Kevin L. Dees

Writer's E-Mail: MMaybin@gcjlaw.com

January 25, 2008

#### Via Federal Express

Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re:

PANACHDESAI, LLC

Document No. L07000124720

Gentlemen:

Please find enclosed Articles of Correction to Articles of Organization of PANACHDESAI, LLC, in addition to our firm's trust account check in the amount of \$30.00 in payment of the filing fee in addition to a Certificate of Status. A postage-paid return envelope is also enclosed.

Please contact me with any questions or comments in regards to this matter.

Very truly yours,

GOODLETTE, COLEMAN, JOHNSON,

YOVANOVICH & KOESTER, P.A.

Melody L. **M**aybin

Paralegal for Matthew R. Galloway, Esq.

/mlm

Enclosures as stated

#### ARTICLES OF CORRECTION TO ARTICLES OF ORGANIZATION OF PANACHDESAI, LLC

A Florida Limited Liability Company

Pursuant to Section 608.4115, F.S., this document is being submitted within the required thirty (30) business days to correct the attached Articles of Organization.

FIRST: The name of the limited liability company is PANACHDESAI, LLC.

**SECOND:** The Articles of Organization contain an incorrect statement. The name of the limited liability company is spelled incorrectly. Article I is corrected as follows:

# ARTICLE I

The name of the limited liability company is **PANACHEDESAI**, **LLC**, a Florida limited liability company (the "Company").

Dated this 25<sup>th</sup> day of January, 2008.

Matthew R. Galloway, Esq. as Authorized Representative 08 JAN 28 PM L: 13

# ARTICLES OF ORGANIZATION OF PANACHDESAI, LLC, a Florida Limited Liability Company



The undersigned, being the duly authorized representative of the initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company:

## ARTICLE I

The name of the limited liability company is **PANACHDESAI**, **LLC**, a Florida limited liability company (the "Company").

## ARTICLE II PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be 447 1<sup>st</sup> Avenue North Naples, Florida 34102.

# ARTICLE III REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered agent of the Company is 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the registered agent at such address is Goodlette, Coleman & Johnson, P.A.

## ARTICLE IV ADMISSION OF MEMBERS

The members of the Company may admit new members to the Company as more fulfy described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

#### ARTICLE V EFFECTIVE DATE

The Company's effective date of existence shall begin on the date of filing of these Articles.

FILED SECRETARY OF STATE SECRETARY OF STATE

#### ARTICLE VI DURATION

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

#### ARTICLE VII ADOPTION OF OPERATING AGREEMENT AND REGULATIONS

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

#### ARTICLE VIII INITIAL MANAGERS

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The number of managers of the Company shall be one (1). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. Until such time as a successor or substitute is elected, appointed or designated in accordance with the Operating Agreement and Regulations, the Manager of the Company shall be as follows:

MGR:

Jan Goldsmith 447 1<sup>st</sup> Avenue North Naples, Florida 34102

IN WITNESS WHEREOF, the undersigned, being the duly authorized representative the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 170 day of December, 2007.

Matthew R. Galloway

Authorized Representative

#### **ACCEPTANCE BY REGISTERED AGENT**

I, Matthew R. Galloway, on behalf of Goodlette, Coleman & Johnson, P.A., having been duly designated to act as registered agent and to accept service of process for PANACHDESAI, LLC, a limited liability company to be organized under the Florida Limited Liability Company Act, 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 am familiar with and accept the designations of my position as Registered Agent.

Goodlette, Coleman & Johnson, P.A.,

Matthew R. Galloway

08 JAN 28 PM 4: 13