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M. THOMAS

AUG - 5 2008

**EXAMINER** 

#### J. ROBERT DUGGAN, P.A.

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Attorney and Counselor at Law

J. ROBERT DUGGAN

207 West North Boulevard LEESBURG, FLORIDA 34748 TELEPHONE: (352) 314-9255 FAX: (352) 314-0466

July 31, 2008

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: GordenBlack Developments, LLC

Dear Sir or Madam:

Please find enclosed the following documents pertaining to the above referenced:

- 1. Articles of Organization
- 2. Check in the amount of \$125.00 to cover the filing fee

Thank you for your attention to this matter.

Very truly yours,

J. Robert Duggan Attorney at Law

JRD/kl

**Enclosures** 

## ARTICLES OF ORGANIZATION OF GordenBlack Developments, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization

#### ARTICLE I NAME

The name of this Limited Liability Company shall be GordenBlack Developments, LLC.

#### ARTICLE II DURATION

This Limited Liability Company shall have perpetual duration unless eaterminated by the members.

#### ARTICLE III PURPOSE

This Limited Liability Company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

#### ARTICLE IV PLACE OF BUSINESS AND REGISTERED AGENT

The initial principal place of business and the initial mailing address of this Limited Liability Company shall be 2909 Griffin Road, Leesburg, Florida 34748; provided that the principal place of business may be changed from time to time and the Limited Liability Company may have such other place or places of business as the members from time to time may determine. The name of the original registered agent of this Limited Liability Company is NORMAN L. GORDEN, whose address is 2909 Griffin Road, Leesburg, Florida 34748.

#### ARTICLE V CONTRIBUTIONS TO CAPITAL

The initial capital of this Limited Liability Company shall consist of the sum of not

less than One Thousand and no/100 Dollars (\$1,000.00) contributed by its members in money or in property, the fair market value thereof being determined by agreement of all the members. No additional contributions will be required to be made, but may be made, by any member of this Limited Liability Company, upon unanimous approval of the members.

## ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS AND TRANSFER OF MEMBERS' INTEREST

No person shall be admitted as an additional member of this Limited Liability Company, without the unanimous approval of the members, which none of them shall be required to give.

A members' interest in this Limited Liability Company shall not be transferred, whether voluntarily or involuntarily, by operation of law, by execution or levy of judgment or lien, by judgment or order of court or by any other means, without the unanimals approval of the remaining members, which they shall not be required to give. Without unanimous approval of the remaining members, any such putative transfer of a member interest shall not entitle the transferee to become a member of or to participate in the management of this Limited Liability Company and shall entitle the would-be transfered unanimously by the remaining members, distributions, by way of profits, return of capital or otherwise, from this Limited Liability Company, but not including any compensation paid to would-be transferor for services rendered to this Limited Liability Company.

### ARTICLE VII MEMBERS AND MANAGEMENT OF BUSINESS

The names, addresses and percentage interest of the members of this Limited Liability Company are:

NORMAN L. GORDEN 2909 Griffin Road Leesburg, Florida 34748 100%

The business of this Limited Liability Company shall be managed by the members, acting unanimously in a meeting or by written consent without a meeting. The members are authorized to employ personnel to conduct the day-to-day business of this Limited Liability Company. All instruments of conveyance, mortgage or establishment of promissory note debt shall be executed by both member/managers unless both waive that right by resolution in recordable form and appoint any person or persons to do so in their place and stead.

## ARTICLE VIII WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

Upon the retirement, resignation, expulsion, bankruptcy or dissolution of a member, this Limited Liability Company shall be dissolved, if the remaining members so elect in writing. The members, other than a deceased, retired, resigned or expelled member, may consent to continue the business of this Limited Liability Company, or by amendment to these Articles of Organization may provide for the continued existence of this Limited Liability Company subsequent to the foregoing events, if the remaining members make appropriate distribution to the former member, his heirs, beneficiaries or successors of ownership of assets.

#### ARTICLE IX AMENDMENTS

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with §48.091, Florida Statutes, the following is submitted:

That <u>GordenBlack Developments</u>, <u>LLC</u>, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at <u>2909 Griffin Road</u>, <u>Leesburg</u>, <u>Florida 34748</u>, State of Florida, has named <u>NORMAN L. GORDEN</u> located at <u>2909 Griffin Road</u>, <u>Leesburg</u>, <u>Florida 34748</u>, as its registered agent to accept service of process within Florida.

NORMAN L. GORDEN

TITLE: Registered Agent

DATE: July 31, 2008

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 appointment as registered agent and agree to act in this capacity. I further agree to compry 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 as provided for in Chapter 608, F.S.

NORMAN L. GORDEN

DATE: July 31, 2008

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