# 108000/0/4/2

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

D. BRUCE

OCT 29 2008

**EXAMINER** 

#### EDMUND W. HOLT

Attorney & Counselor at Law 1017 North Twelfth Avenue Pensacola, FL 32501-3306

Telephone

850-434-7694

wholtlaw.com

holtlaw(a)

Certified Circuit Mediator
Civil Trial Practice
Wills & Trusts Planning
Probate & Guardianship Law
Real Estate Law

October 27, 2008

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

RE: Articles of Organization of SSS Properties of Pensacola, LLC

To Whom it May Concern:

Enclosed are the following documents for the formation of a Florida Limited Liability Company:

- 1. Original, signed, and notarized Articles of Organization of SSS Properties of Pensacola, LLC.
- 2. Duplicate photocopy of the Articles.
- 3. Copy of Letter No. 608A00054500 referencing your receipt of my check #5744 in the amount of \$155.00 which represents \$100.00 for filing fees, \$25.00 for Registered Agent Designation, and \$30.00 for a certified copy.

Please accept the Articles for filing and have the duplicate copy certified and returned to my office as soon as possible.

Thank you for your attention to this request.

Respectfully,

Edmund W. Holt

EWH/hjy enclosures



#### FLORIDA DEPARTMENT OF STATE Division of Corporations

October 21, 2008

EDMUND W. HOLT 1017 NORTH 12TH AVENUE PENSACOLA, FL 32501-3306

SUBJECT: SSS PROPERTIES, LLC

Ref. Number: W08000048313



We have received your document for SSS PROPERTIES, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 245-6984.

Deborah Bruce Regulatory Specialist II

Letter Number: 608A00054500

#### EDMUND W. HOLT

Attorney & Counselor at Law 1017 North Twelfth Avenue Pensacola, FL 32501-3306

Certified Circuit Mediator

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September 24, 2008

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314 FILED 98 OCT 29 PN 1:50 SECRETARÝ OF STATE FALLANASSEE, FLORID

RE: Articles of Organization of SSS Properties, LLC

To Whom it May Concern:

Enclosed are the following documents for the formation of a Florida Limited Liability Company:

- Original, signed, and notarized Articles of Organization of SSS Properties, LLC.
- 2. Duplicate photocopy of the Articles.
- 3. My check in the amount of \$155.00 which represents \$100.00 for filing fees, \$25.00 for Registered Agent Designation, and \$30.00 for a certified copy.

Please accept the Articles for filing and have the duplicate copy certified and returned to my office as soon as possible.

Thank you for your attention to this request.

Edmund W. Holt

EWH/dmb enclosures

# ARTICLES OF ORGANIZATION of SSS PROPERTIES OF PENSACOLA, LLC, A Florida Limited Liability Company.

The undersigned certifies that he has executed the foregoing Articles for the purpose of becoming a limited liability company under the laws of the State of Florida and providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

# ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be SSS PROPERTIES OF PENSACOLA, LLC, and its principal office shall be located at 3335 Addison Drive, in the City of Pensacola, County of Escambia, State of Florida 32514, but it shall have the power and authority to establish branch offices at any officer place or places as the members may designate. The mailing address of the company shall be 3335 Addison Drive Pensacola, FL 32514.

## ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact shall be as follows:

- 1. To acquire, own, develop, lease, sell, purchase, exchange, and otherwise deal with real estate for residential and/or commercial purposes.
  - 2. To engage in any activity or business authorized under the Florida Statutes.
- 3. In general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- 4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- 5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental

authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

- 6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it ma lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
- 7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

# ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its managing member, whose name and address is as follows:

David R. Snyder 10048 Hummingbird Blvd. Pensacola, FL 32514

Page 2 of 4

# ARTICLE V MEMBERSHIP RESTRICTIONS

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Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in an amount to be determined by the initial member herein shall be paid in cash, property, or in kind. Additional contributions will be made as required for investment purposes as determined by unanimous consent of the members.

### ARTICLE VII COMMENCEMENT AND DURATION

This limited liability company shall commence on the date duly chartered by the State herein and exist until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

# ARTICLE VIII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 10048 Hummingbird Boulevard, Pensacola, FL 32514, and the name of the company's initial registered agent at that address is David R. Snyder.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of SSS Properties of Pensacola, LLC.

Executed by the undersigned at Pensacola, Florida, this 2

day of October, 2008.

David R. Snyder, Initial Member

#### STATE OF FLORIDA COUNTY OF ESCAMBIA

SWORN TO AND SUBSCRIBED before me this 2745 day of October, 2008, by David R. Snyder, as initial member of SSS Properties of Pensacola, LLC, the limited liability company, individually and on behalf of said company, who ( ) was personally known to me or ( ) has produced the following as identification:

HEIDI J. YEFREMOV
Comm# DD0718939
Expires 9/25/2011
Floride Notary Assn., Inc

-Notary Seal-

#### REGISTERED AGENT ACCEPTANCE AND MEMBER CERTIFICATION

The undersigned hereby accepts the appointment as Registered Agent of SSS Properties of Pensacola, LLC, and he is familiar with and accepts the obligations of that position as required by law. Furthermore, the undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of SSS Properties of Pensacola, LLC, a Florida limited liability company.

Executed by the undersigned in Pensacola, Florida, on the 27th day of September, 2008.

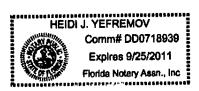
David R. Snyder, Registered Agent

State of Florida at La

STATE OF FLORIDA COUNTY OF ESCAMBIA

SWORN TO AND SUBSCRIBED before me this 27th day of October, 2008, by David R. Snyder, as initial member of SSS Properties of Pensacola, LLC, the limited liability company, individually and on behalf of said company, who ( ) was personally known to me or ( ) has produced the following as identification:

-Notary Seal-



Notary Public

Heid: J. Vefremov

(Type or print name)

State of Florida at Large