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AND AHASSEF, FLORIDA

T. HAMPTON

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EXAMINER

# LAW OFFICES OF Michelle R. Donahue A PROFESSIONAL ASSOCIATION

CYPRESS SQUARE
545 AVENUE K, SOUTHEAST
WINTER HAVEN, FLORIDA 33880
EMAIL:DONAHUELAWFIRM@TAMPABAY.RR.COM

TELEPHONE 863.297.5608

FACSIMILE 863.297.5586

November 23, 2008

Florida Department of State Secretary of State P. O. Box 6327 Tallahassee, FL 32314

RE: ROGER SHULLAW, L.L.C.

Dear Sir or Madam:

Enclosed herewith for filing in connection with the above referenced matter, please find original Articles of Organization, together with my check in the amount of \$125.00.

Thank you for your assistance in this matter.

Sincerely,

Michelle R. Donahue

MRD:am Enclosures Effective Date 12/1/08

# ARTICLES OF ORGANIZATION FOR THE LIMITED LIABILITY COMPANY OF

FILED

ROBERTS PROPERTY SOLUTIONS, LLC

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The undersigned, acting as the organizers of a limited liability configuration of STATE formed under the Florida Limited Liability Company Act, as amended (the ACA) Softmer Company a Florida Limited Liability Company (this "Company") pursuant to the Act and set forth the following Articles of Organization (these "Articles").

### ARTICLE I - NAME

The name of this Company will be: ROGER SHULLAW, LLC

### ARTICLE II – COMMENCEMENT DATE AND DURATION

This Company will commence on December 1, 2008, in accordance with the provisions of Section 608.409(1) of the Act, and will continue for a period of 50 years from the commencement date, or until dissolved by its members in accordance with Section 608.441 of the Act or the provisions of these Articles. Subject to the foregoing this Company will be dissolved on the happening of any of the following events:

- (1) Expiration of the terms specified;
- Withdrawal, retirement, death, resignation, bankruptcy, dissolution or expulsion of any member, unless the business of this Company is continued by the consent of all the remaining members; or
- (3) Unanimous written consent of all of the members.

### ARTICLE III – PURPOSE

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 608.403 of the Act, including without limitation, the acquisition, disposition, purchases, lease, encumbrance, financing, marketing, promoting, improving, developing, managing, selling, buying and otherwise dealing with imports, exports, merchandise and property (real and personal), either directly or indirectly, and all such other activities incidental or useful to the foregoing.

### ARTICLE IV – PLACE OF BUSINESS

The principal place of business of this Company will be 3750 Swindell Road, Lakeland, Florida 33881, and the mailing address of the Company will be 3750 Swindell Road, Lakeland, Florida 33881, and the address of the registered agent for service of process will be 545 Ave K S.E., Winter Haven Fl, 33880.

### ARTICLE V - REGISTERED AGENT AND OFFICE

The initial registered agent for this Company will be Michelle R. Donahue, P.A., and the address of the registered agent for service of process will be 545 Ave K S.E., Winter Haven FI, 33880.

### ARTICLE VI – ADMISSION OF MEMBERS

The initial members of this Company will be set forth in the Regulations or Operating Agreement adopted by the members. The admission of additional members will be accomplished only by vote of a majority in interest of the members.

### ARTICLE VII – CONTINUATION OF BUSINESS

The members may, by unanimous written agreement, continue the business of this Company upon the lapse of the 50 years, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

### ARTICLE VIII – MANAGEMENT OF BUSINESS

The management of this Company will be vested entirely in its members. The name and address of its initial managing members are as follows:

Roger Shullaw ,
 3750 Swindell Road,
 Lakeland, Florida 33881,

### ARTICLE IX – POWERS

This Company will have all of the powers and authorities set forthing 608.404 of the Act.

## ARTICLE X – PROPERTY

- (a) Ownership: All property originally paid or brought into, or transferred to this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company will be the property of this Company.
- (b) <u>Title:</u> The title to all property of the Company will be held in the name of this Company.
- (c) <u>Conveyance</u>: The members are authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures,

leased conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution will be made by members holding a majority interest of this Company. The signature and execution of such documents will clearly set forth that the execution is on behalf of this Company and that the member is signing on its behalf. The following form of signature will be used for obtaining or conveying title to any real or personal property:

ROGER SHULLAW, I

Roger Shullaw, as Operating Manager

& Member

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

### ARTICLE XI – AMENDMENTS

These Articles of Organization, except with the respect to vested rights of the members, may be amended at anyt ime by vote by a majority in interest of its members and such amendments will be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

### ARTICLE XII – REGULATIONS

The members are authorized and directed to prepare and adopt Regulations or an Operating Agreement for the governing of the internal affairs of this Company and containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of this Regulations or Operating Agreement may conflict with the provision of these Articles, unless these Articles otherwise permit. The power to adopt, alter, amend or repeal the Regulations or Operating Agreement, except that the initial form will be approved by all the members.

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### ARTICLE XIII - CONTRACTING DEBTS

No debt will be contracted nor liability incurred by or on behalf of this Company except by vote of a majority in interest of the members.

Intending to be bound, the parties hereto have executed these Articles of Organization, this 20 day of November, 2008.

ROGER SHULLAW

STATE OF FLORIDA COUNTY OF POLK

BEFORE ME, personally appeared, ROGER SHULLAW, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Organization, and who is personally known to me or who has produced \_\_\_\_\_\_, as identification and who did (did not) take an oath and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County of Polk and State of Florida, this **12** day of November, 2008.

Notary Public State of Florida My Commission Expires:

> NOTARY PUBLIC-STATE OF FLORIDA Amy Mincey Commission # DD498430 Expires: DEC. 18, 2009 Bonded Thru Atlantic Bonding Co., Inc.

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CONSENT TO SERVE AS REGISTERED AGENT AGENT,
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 Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

under the Laws of the State of Florida, with its principal office as indicated in the Articles of Organization For the Limited Liability Company of ROGER SHUILLAW, LLC, in the City of Lakeland, State of Florida, has named, MICHELLE R. DONAHUE, P.A., located at 545 AVE. K S.E., Winter Haven FL, 33880, as its Agent to accept Service of Process within this State.

ACKNOWLEDGMENT: (Must be signed by Registered Agent)

Having been named 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 comply with the provisions of said act relative to keeping open said office, and I am familiar with and accept the obligation of

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SECRETARY OF STATE

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MICHELLE R. DONAHUE P.A.

Registered Agent

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