

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JAN 26 PM 3:53

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: L & T MIDPOINT, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

NICOLE R. RAMIREZ, ESQ.
(Name of Person)

(Firm/Company)

259 TEMPLE LN.
(Address)

BELLEAIR BLUFFS FL 33770
(City/State and Zip Code)

For further information concerning this matter, please call:

NICOLE RAMIREZ at (727) 538-4136
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION
OF
L & T MIDPOINT, LLC

UNITED STATES OF AMERICA
STATE OF FLORIDA
PINELLAS COUNTY

BE IT KNOWN, that on this 16th day of January 2008.

THOMAS GEORGIADIS and PHONESAVAH (LAY) SIAHAPNAYA
subscribers hereto, both persons of the full age of majority who hereby avails himself of
the provisions of Chapter 608, Florida Statutes, to form and create a Florida Limited
Liability Company, in accordance with the following Articles of Organization.

ARTICLE I. - NAME

The name of the limited liability company is **L & T Midpoint, LLC**.

ARTICLE II. - ADDRESS

The mailing and street address of the principal office of the Limited Liability
Company is:

1700 West Bay Drive
Largo, Florida 33770

ARTICLE III. - PURPOSE

The limited liability company's purpose is to engage in any lawful activity for which
business entities may be formed under the laws of Florida.

ARTICLE IV. - DURATION

The duration of this LLC shall be in perpetuity or such maximum period as may
be authorized by the Operating Agreement.

ARTICLE V. - MEMBERS/MANAGERS

Section 1. Number of Members. The members of the LLC shall be Thomas
Georgiadis and Phonesavah (Lay) Siahapnaya.

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Section 3. Admission of Additional Members. Additional members may be admitted to this LLC only with consent and upon such terms as are unanimously agreed to by all Members in the Operating Agreement.

Section 4. Continuation. The remaining Members of the limited liability company by unanimous vote may exercise the right to continue the LLC upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this LLC.

Section 2. Manager. The business of the limited liability company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in the LLC and shall have exclusive authority to act for the Limited Liability Company in all matters. The name and address of the managers are:

Thomas Georgiadis
1125 Lake Street
Tarpon Springs, Florida 34689

Phonesavah (Lay) Siahapnaya
1700 West Bay Drive
Largo, Florida 33770

ARTICLE VI. - OPERATING AGREEMENT

The Operating Agreement shall control the duties of officers, directors, and staff, regulate the affairs and special purposes of this Limited Liability Company, including the action of the Members, the control of property owned by the LLC and such other things as shall be necessary and proper for the carrying on of the business of the LLC, including the election of officers and directors. Notwithstanding any provision of the Operating Agreement, the official business of this LLC shall require a majority of the directors or Members.

ARTICLE VII. - INDEMNIFICATION


The Limited Liability Company shall indemnify and hold harmless each member, director and officer now or hereafter serving the LLC from and against any and all claims and liabilities to which he may be or become subject by reason of his now or hereafter being or having heretofore been member, director or officer of the corporation and/or by reason of his alleged acts or omissions as such member, director or officer, whether or not he continues to be such member, officer or director at the time when any such claim or liability is asserted, and shall reimburse each such member, director and officer for all legal and other expenses reasonably incurred by him in connection with defending any or all such claims or liabilities, including amounts paid or agreed to be paid in connection with reasonable settlements made before final adjudication with the approval of the Members whether or not he continues to be such member, director or officer at the time such expenses are incurred, provided, however, that no member, director or officer shall be indemnified against any claim or liability arising out of his own bad faith, reckless disregard of his duties, gross negligence or willful misconduct. The foregoing right of indemnification shall not be exclusive of other rights to which any member, director or officer may be entitled as a matter of law and as may be set forth in any Operating Agreement which control and supersede any such provision hereof. Except as herein limited, members, directors and officers shall be entitled to all protection that can legally be afforded them under Florida Business Law and pursuant to Florida Statute §608.4229, and any other rights to which they may be entitled as a matter of law.

ARTICLE VIII. REGISTERED AGENT

The name and address of the Registered Agent is:

Thomas Georgiadis
1125 Lake Street
Tarpon Springs, Florida 34689

Having been named as registered agent 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 comply 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.



Signature/Registered Agent

1-16-09

Date

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 16th day of January, 2009.



Signature/Organizer

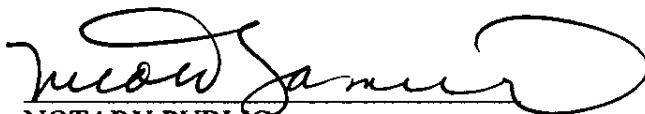
1-16-09

Date

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged this 16th day of January, 2009, by Thomas Georgiadis who is personally known to me or has produced _____ as identification, has provided an oath or affirmation to the above.



NOTARY PUBLIC

Commission Expires:

