

Division of Corporations

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**DAVIE LAW GROUP, PL**

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**EXAMINER**

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**ARTICLES OF ORGANIZATION OF**

**DAVIE LAW GROUP, PL**

a Professional Limited Liability Company

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I — Name**

The name of the Professional Limited Liability Company is: **DAVIE LAW GROUP, PL.**

**ARTICLE II — Address**

The mailing address and street address of the principal office of the Professional Limited Liability Company is: **6570 Griffin Road, Suite 102, Davie, Florida 33314-4391**

**ARTICLE III — Purpose**

The purpose for which this Professional Limited Liability Company is organized is to provide legal services, advice and counseling.

**ARTICLE IV — Management**

The Professional Limited Liability Company is to be manager managed and the names and addresses of the managers are:

Lorena Seeler Young, MGRM  
6570 Griffin Road, Suite 102  
Davie, Florida 33314-4391

Chris Patterson, MGRM  
6570 Griffin Road, Suite 102  
Davie, Florida 33314-4391

**ARTICLE V — Effective Date and Duration**

The existence of the Company shall be the date these Articles of Organization are filed with the Florida Department of State and the existence of the Company will continue in perpetuity.

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**ARTICLE VI -- Powers**

The Company shall have all the powers granted to all professional limited liability companies by the Professional Service Corporation and Limited Liability Company Act except that the Company shall not have the power to engage in any business other than the rendition of professional services for which it was formed as set forth in Article III. Notwithstanding the foregoing, the Company may invest its funds in bonds, stocks, mortgages, real estate and other types of investment, and the Company may own any real and personal property that is necessary for the rendition of the professional services set forth in Article III.

**ARTICLE VII - Rendition of Professional Services**

The Company shall render the professional services described in Article III only through its agents, officers, members and employees agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice law. The term "employees" shall not include clerks, secretaries, bookkeepers, technicians, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

**ARTICLE VIII -- Members**

No person other than a professional corporation, professional limited liability company, or an individual, each of which must be duly licensed or otherwise legally authorized to practice law in the State of Florida shall be a member of the Company. The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be that each existing member must consent in writing to admit any additional member.

**ARTICLE IX -- Members' Rights to Continue Business**

The remaining members of the limited liability company is hereby given the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

**ARTICLE X -- Registered Agent**

The name and Florida street address of the initial registered agent is:

Lorene Seeler Young, Esquire  
Lorene Seeler Young, P.A.  
6570 Griffin Road, Suite 102  
Davie, Florida 33314-4391

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**ARTICLE XI – Limitation on Transfer of Ownership Interest**

The Company may transfer ownership only to persons who are duly licensed or otherwise legally authorized to practice law in the State of Florida. In the event that a member:

- (i) becomes legally disqualified to practice law in the state of Florida;
- (ii) is elected to a public office or accepts employment that, pursuant to law, places restrictions or limitations upon the rendition of professional services as an attorney
- (iii) sells, assigns, conveys, pledges, transfers, hypothecates, or otherwise disposes of, or attempts to sell, assign, convey, pledge, transfer, hypothecate, or otherwise dispose of, any ownership interest in the Company to any person ineligible by law or by the Articles of Organization to be a member of the Company, or if the sale, pledge, transfer, assignment, conveyance, hypothecation, or other disposition of, or attempt to sell, assign, convey, pledge, transfer, hypothecate, or otherwise dispose of, any ownership interest in the Company is done in a manner prohibited by law, the Articles of Organization, or the Operating Agreement of the Company; or
- (iv) suffers an execution to be levied upon its, his, or her ownership interest, or the ownership interest is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in the ownership interest in some person other than the member, the employment of that member will automatically terminate and the ownership interest of the member immediately shall be deemed forfeited; the Company immediately shall cancel the ownership interest of the member; and the member or other person in possession of the ownership interest shall be entitled only to receive payments for the value of the ownership interest which, in the absence of an Operating Agreement provision, a written agreement between the Company and its members/ or a written agreement among its members, shall be the net book value as of the last day of the month preceding the month in which any of the events enumerated above occurs. The member whose interest becomes forfeited and are cancelled by the Company shall immediately cease to be a member, and except as to the member's right to receive payment for the interest in accordance with the foregoing provision and the payment of any other sums then lawfully due and owing to the member by the Company, the member shall, terminate, its, his, or her employment with the Company and shall have no further financial interest of any kind in the Company. Any Operating Agreement provision, a written agreement between the Company and its members, or a written agreement among its members addressing these events shall control over these Articles of Organization.

**ARTICLE XII – Alienation of Ownership Interests**

No member of the Company may sell or transfer ownership interest in the Company except to another professional corporation, professional limited liability company, or individual,

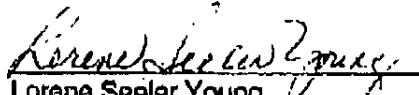
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each of which must be eligible to be a member of the Company and in compliance with the Operating Agreement.

### ARTICLE XIII – Amendment of Articles of Organization

The Articles of Organization of the Company may be amended by a vote of a Majority-in-Interest of the Members (as that term is defined in the Operating Agreement of the Company).

Executed: April 16, 2009.

  
Lorene Seeler Young  
Manager-Member


### CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Fla. Stat. §608.415 the following is submitted to designate a registered office and registered agent in the State of Florida:

That **Davie Law Group, PL**, desiring to organize as a professional limited liability company under the laws of the State of Florida, has named **Lorene Seeler Young**, located at 6570 Griffin Road, Suite 102, Davie, Florida 33314-4391, as its agent to accept service of process within Florida.

Having been named as registered agent and to accept service of process for the above stated professional limited liability company, at the place designated in this certificate, I hereby 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 of the Florida Statutes.

Dated: April 16, 2009.

  
Lorene Seeler Young  
Registered Agent

Prepared by: Lorene Seeler Young, Attorney at Law  
6570 Griffin Road, Suite 102, Davie, Florida 33314  
Telephone: (954) 585-3967

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