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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09 JUN 26 AM 11:50

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S. HAWKES

JUN 29 2009

EXAMINER

June 25, 2009

SECRETARY OF STATE  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

Re: Recording of the Articles of Organization  
of Oak Cottages, L.L.C.

Dear Sir/Madam:

Enclosed please find two (2) original Articles of Organization of Oak Cottages, L.L.C. Please file these Articles of Organization in the Public Records. Also enclosed is a check in the amount of One Hundred Fifty-Five Dollars (\$155.00) representing the following fees:

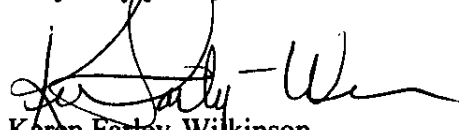
Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Designation	<u>25.00</u>
Total:	\$155.00

Since real property will be acquired in the name of this limited liability company and the closing for such real property is scheduled for July 6, 2009, I would appreciate these Articles being date-stamped the same day they are received.

Please return the date-stamped copy of these Articles to this office in the enclosed self-addressed stamped envelope.

Should you have any questions, please call me at 305-743-2300.

Very truly yours,



Karen Farley-Wilkinson  
4680 Overseas Highway  
Marathon, FL 33050

**ARTICLES OF ORGANIZATION  
OF  
OAK COTTAGES, L.L.C.**

**FILED**  
09 JUN 26 PM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby form and create a limited liability company pursuant to Chapter 608 and Fla. Stat. §608.407 of the laws of the State of Florida, do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following:

**ARTICLE I - NAME OF LIMITED COMPANY**

In accordance with Fla. Stat. §608.406, the limited liability company's name shall be "OAK COTTAGES, L.L.C.".

**ARTICLE II - PERIOD OF DURATION OF LIMITED COMPANY**

This limited liability company shall have a duration of ninety-nine (99) years from the effective date of these Articles of Organization. This limited liability company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, all in accordance with Fla. Stat. §608.409(1).

**ARTICLE III - LOCATION OF PRINCIPAL OFFICE**

The mailing and street address of this limited liability company's principal office is as follows:

**Mailing Address/Street Address-**

**4680 Overseas Highway  
Marathon, Florida 33050**

**ARTICLE IV- REGISTERED OFFICE AND REGISTERED AGENT**

The street address of this limited liability company's initial registered address in the State of Florida is 4680 Overseas Highway, Marathon, Florida 33050. The name of the registered agent at such registered office is KAREN FARLEY-WILKINSON.

**ARTICLE V - ADMISSION OF NEW MEMBERS.**

Members may admit additional new Members in compliance with the terms and conditions of this article. A new Member may be admitted into this limited liability company only if (i) such new Member acquires ownership units in this limited liability company, (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with, (iii) such new Member agrees to comply with any operating agreement then in effect governing this limited liability company and (iv) such new Member executes such instruments as the other Members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new Member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article VIII hereof.

**ARTICLE VI- CONTINUATION OF BUSINESS.**

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member

in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the term of years set forth in Article II hereof.

**ARTICLE VII - COMPOSITION OF MANAGEMENT**

This limited liability company shall be managed by two Managers, KAREN FARLEY-WILKINSON and WILLIAMS.WILKINSON, during their joint lifetimes and no other person or individual shall have the right to so manage this Limited Liability Company unless both KAKEN FARLEY-WILKINSON and WILLIAM S. WILKINSON resign, die, voluntarily retire or consent in writing to a successor Manager. Upon the death of the earlier of KAREN FARLEY-WILKINSON and WILLIAM S. WILKINSON, (who are husband and wife), their survivor shall continue to manage this limited liability company. Accordingly, this Limited Liability Company is to be as Manager-managed company as set forth in Fla. Stat. §608.407(d) and shall be so managed by both KAREN FARLEY-WILKINSON and WILLIAM S. WILKINSON until their resignations, death, retirement or consent to a successor Manager. Upon KAREN FARLEY-WILKINSON's resignation, death, retirement or written consent to a successor Manager, whichever first occurs, in such event, a successor Manager shall be selected (i) in accordance with any then adopted operating agreement governing this Limited Liability Company or (ii) if no such operating agreement has been so adopted, by majority percentage vote of members holding a majority of Units in this Limited Liability Company. In accordance with the foregoing, the name and address of the Managers of this Limited Liability Company are:

<u>Name of Manager</u>	<u>Address</u>
KAREN FARLEY-WILKINSON	4680 Overseas Highway
WILLIAM S. WILKINSON	Marathon, Florida 33050

Notwithstanding anything to the contrary contained in Fla. Stat. §608.426 (or successor section) the Manager shall have sole discretion in making decisions to make distributions to members from this Limited Liability Company.

#### ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is ten thousand (10,000) units; all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future Members, if any. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company (to the extent distribution is authorized) in an amount equal to that ratio in which one is the numerator and the total number of units outstanding is the denominator.

#### ARTICLE IX- PURPOSE OF LIMITED LIABILITY COMPANY

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes. Additionally, this limited liability company shall engage in the ownership, investment, purchase and sale of real estate, mortgages, and other investment vehicles.

#### ARTICLE X- OPERATING AGREEMENT

Upon the unanimous written consent of all members hereto, this limited liability company may adopt an "Operating Agreement" which shall govern the operations of this limited liability company, shall prescribe the method for electing managers and designating successors, shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and

govern legal arrangements among Members. Nothing in these Articles of Organization shall compel the Members to adopt such an Operating Agreement unless they deem same desirable.

IN WITNESS WHEREOF, the undersigned, members of this limited liability company have executed these Articles of Organization on this 25<sup>th</sup> day of June, 2009

OAK COTTAGES, L.L.C.


By:



KAREN Farley-WILKINSON, As Trustee of the  
KAREN FARLEY WILKINSON REVOCABLE TRUST  
DATED JUNE 25, 2009

FILED  
09 JUN 26 AM 11:51  
TALLAHASSEE  
SECRETARY OF STATE

By:



WILLIAM S. WILKINSON, As trustee of the  
WILLIAM S. WILKINSON REVOCABLE TRUST  
DATED JUNE 25, 2009





**STATE OF FLORIDA.**                 )  
  ) ss  
**COUNTY OF MONROE**                 )

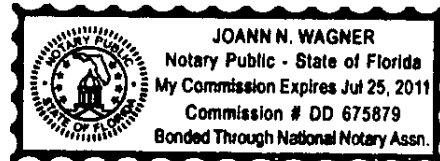
**BEFORE ME personally appeared WILLIAM S. WILKINSON,**  
**in his capacity as Trustee of the WILLIAM S. WILKINSON REVOCABLE**  
**TRUST, the signor who personally appeared before me at the time of this notarization,**  
**and is personally known to me or has produced identification and is known to be the**  
**person described in and who executed the foregoing instrument and acknowledged**  
**to and before me that he executed said instrument for the purposes therein**  
**expressed.**

WITNESS my hand and official seal this 25<sup>th</sup> day of June, 2009.

**Notary Public, State of Florida**  
My comm. exp. July 25, 2011  
Comm. No. DD675879

**Notary Public**

Paul H. Wagner



**CERTIFICATION DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**In compliance with Sections 608.415 and 48.061, Florida Statutes, the following is submitted:**

**That OAK COTTAGES, L.L.C. desiring to organize or qualify  
under the laws of the State of Florida as a limited liability company with its principal place  
of business in the City of Marathon, State of Florida, has named KAREN FARLEY-WILKINSON,  
located at 4680 Overseas Highway, Marathon, Florida, 33050, as its agent to accept service of process.**

**Signature:**

  
**Karen Farley-Wilkinson, Trustee**

**Title: Incorporating Member**

**Date:**

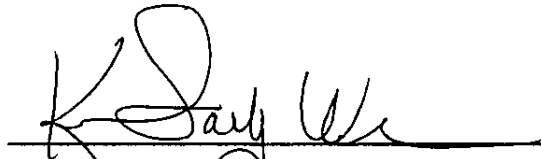
June 25, 2009

**FILED**  
09 JUN 26 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, the undersigned does hereby accept her appointment as Registered Agent on whom process may be served within the State of Florida for this limited liability company named in the foregoing Articles of Organization and by affixing such Registered Agent's signature below states that she is familiar with, and accepts the obligations of that position.

**REGISTERED AGENT:**

  
Karen Farley-Wilkinson

June 25, 2009  
**DATE**

**FILED**  
09 JUN 26 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA