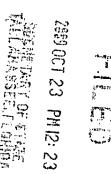
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EXAMINER

# LEE BENTON SAYLER, P.A.

ATTORNEY AT LAW
1662-A NORTH U.S. HIGHWAY ONE
JUPITER. FLORIDA 33469
(561) 746-7304
(561) 746-6173 FAX

October 22, 2009

Via UPS Overnight –Tracking No. 1Z F49 705 22 1001 1039

Secretary of State Division of Corporations 409 East Gaines Street P. O. Box 6327 Tallahassee, FL 32399

RE: ARTICLES OF ORGANIZATION FOR QUARTER FLASH RANCH, LLC

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Organization of QUARTER FLASH RANCH, LLC, along with a check in the amount of \$160.00 (\$100.00 for filing fee, \$25.00 for registered agent fee, \$30.00 for certified copy and \$5.00 for certificate of status).

Please return a certified copy of the Articles with the Certificate of Organization via UPS overnight (pre-addressed airbill and envelope provided).

Thank you for your assistance in this matter.

Sincerely,

Judith L. Coughlin for

Lee B. Sayler

LBS/jlc

Enclosures

### ARTICLES OF ORGANIZATION OF

### QUARTER FLASH RANCH, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

### **ARTICLE I -- NAME**

The name of the limited liability company shall be QUARTER FLASH RANCH, LLC ("company").

### **ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 14375 Peace River Way, Palm Beach Gardens, Florida 33418.

### **ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

### ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

DENNIS L. WAGNER 14375 Peace River Way Palm Beach Gardens, Florida 33418

### **ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash of property set forth in Exhibit "A".

# ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS.

Each member shall make additional capital contributions to the company only only only unanimous consent of all the members.

### ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

### ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

### ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

DENNIS L. WAGNER 14375 Peace River Way Palm Beach Gardens, Florida 33418

These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

DENNIS L. WAGNER 14375 Peace River Way Palm Beach Gardens, Florida 33418

MARY H. ADAMS WAGNER 14375 Peace River Way Palm Beach Gardens, Florida 33418

### ARTICLE X - INDEMNIFICATION

The managing member shall be indemnified by the company against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceedings or any settlement of any proceeding to which he may be a party or any

which he may become involved by reason of his being or having been the managing member of the company, whether or not he is the managing member at the time such expenses are incurred, except when the managing member is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of settlement the indemnification shall apply only when the members approve such settlement and reimbursement as being for the best interest of the company. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such managing member may be entitled.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Jupiter, Florida, on October 22, 2009.

DENNIS L. WAGNER /

MARY H. ADAMS WAGNER

STATE OF FLORIDA COUNTY OF PALM BEACH

Sworn to and subscribed before me this 22 day of October, 2009, by DENNIS L. WAGNER and MARY H. ADAMS WAGNER, who are personally known to me.



otary Public -- State of Flor da

## ACCEPTANCE OF REGISTERED AGENT

I hereby accept the foregoing designation as Registered Agent and further state that I am familiar with and accept the obligations provided for in Chapter 608 of the Florida Statutes.

Executed this 22 NO day of October, 2009.

DENNIS L. WAGNER

# EXHIBIT A

| Membe                | r Capital Contribution |
|----------------------|------------------------|
| DENNIS L. WAGNER     | \$500.00               |
| MARY H. ADAMS WAGNER | \$500.00               |

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