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EXAMINER

### HENDERSON SACHS, P.A.

#### **ATTORNEYS AT LAW**

7680 Universal Boulevard, Suite 100 Orlando, Florida 32819 (407) 248-8686 • fax (407) 248-8886 www.HendersonSachs.com

Joshua M. Sachs\*
Daniel S. Henderson°

470 Park Avenue South, 10<sup>th</sup> Floor New York, New York 10016

December 1, 2009

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Organization of 4319 Bay Vista Drive, LLC

To Whom It May Concern:

Enclosed for filing please find Articles of Organization regarding the above-mentioned LLC.

Also enclosed please find our office check no. 263 for \$125.00, made payable to the Department of State, Division of Corporations Clerk, to cover the filing fee, and a self addressed stamped envelope; please return the original file-stamped document in the envelope provided.

Thank you very much for your assistance and please contact us if you should have any questions or concerns regarding this request.

Sincerely,

Markeussa Euley

Legal Assistant to Joshua M. Sachs,

**Enclosures** 

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# ARTICLES OF ORGANIZATION OF 4319 BAY VISTA DRIVE, LLC

2009 DEC -4 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned ("Members"), under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

#### 1. Name.

The name of the limited liability company is 4319 Bay Vista Drive, LLC (hereinafter referred to as the "Company").

#### 2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

#### 3. Purpose.

The purpose for which the Company is organized is to perform any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

#### 4. Address of Place of Business.

The mailing address for the Company is 4319 Bay Vista Drive, Kissimmee, FL 34746, and the street address of the place of business for the Company is the same. These addresses may be changed from time to time as provided in the Operating Agreement.

#### 5. Registered Agent.

The initial registered agent in Florida for the company is Henderson Sachs, P.A., and the initial registered office is located at 7680 Universal Blvd., Suite 100, Orlando, Florida 32819.

Having been named as registered agent and 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 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.

Registered Agent's Signature

#### 6. Capital Contributions.

Contributions to the capital of the company shall be made by the Members, in the manner prescribed by the written Operating Agreement made and entered into by the Members and which may be amended from time to time in accordance with its terms.

#### 7. Members.

The company shall have at least one Member and may admit additional Members on the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement. The current Members are:

SREEDEVI ASHUTOSH 19 Lanes End Weston, MA 02493 **MGRM** 

ASHUTOSH ASHUTOSH 19 Lanes End

MGR

Weston, MA 02493

#### 8. <u>Continuity of Business</u>.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or on the occurrence of any other event that terminates the continued membership of a Member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining Members of the Company.

#### 9. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization, the Operating Agreement, and section 608.407 of the Act.

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#### 10.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any Member, manager, or former member or manager to the full extent permitted under the Act.

Executed on this 17 hay of November, 2009.

SREEDEVI ASHUTOSH, Managing Member

ASHUTOSH ASHUTOSH, Member