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T. HAMPTON

FEB -2 2010

EXAMINER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

585 Flora LLC

Signature

Requested by:

Name

Date

Time

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
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- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval

**ARTICLES OF ORGANIZATION**

**OF**

**585 Flora, LLC**

The undersigned acting as the organizer of 585 Flora, LLC under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

**ARTICLE I - Name**

The name of the limited liability company is 585 Flora, LLC (the "Company").

**ARTICLE II - Address**

The mailing and principle office address of the Company is 2206 Jo An Drive, Sarasota, Florida 34231.

**ARTICLE III - Duration**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management**

The Company is to be managed by its members, unless and until one or more managers are elected in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

**ARTICLE V - Admission of Additional Members**

The Company shall admit new Members only upon unanimous written consent of all the then existing Members of the Company.

**ARTICLE VI - Adoption of Operating Agreement**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla., Stat.

**ARTICLE VII - Initial Registered Agent and Office**

The initial registered agent for the Company shall be Beneficial Communities, LLC and the street address of the Company's initial registered office is 2206 Jo An Drive, Sarasota, Florida 34231.

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## **ARTICLE VII - Amendments**

The Company reserves the right to amend and provisions of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

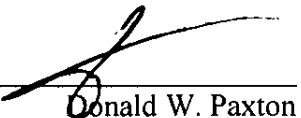
## **ARTICLE IX - Indemnification**

Each individual of entity who is or was a member or manager of the Company (and the heirs, executor, representatives, administrators, successors or assigns such individual or entity) who was or is made a part to, or is involved in any threatened, pending or complete action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason if the fact that such person is or was a member or manager of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

## **ARTICLE X - Continuation of Business**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining member shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, bankruptcy, or dissolution of a member or the occurrence of any other event which may terminate the continued membership of a member.

IN WITNESS WHEREOF, the undersigned member representative has executed these Articles of Organization as of this 29th day of January, 2010

By:   
Donald W. Paxton

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**Certification of Designation of  
Registered Agent/Registered Office**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATE IN DESIGNATING REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is 585 Flora, LLC.
2. The name and address of the registered agent and office is:


Beneficial Communities, LLC

2206 Jo An Drive

Sarasota, FL 34231

Having been named as the 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.

Beneficial Communities, LLC

By:   
Name: Donald W. Paxton  
Its: Member

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