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EXAMINER



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 15, 2010

DOUGLAS MILNE  
4595 LEXINGTON AVENUE  
JACKSONVILLE, FL 32210

SUBJECT: MILNE BUCKINGHAM AND RALSTON, LC  
Ref. Number: W10000007597

We have received your document for MILNE BUCKINGHAM AND RALSTON, LC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a limited liability company must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC." Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline  
Regulatory Specialist II

Letter Number: 210A00003733

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FLORIDA  
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STATE

FEB 19 2010

**MILNE, BUCKINGHAM & RALSTON, PA**  
**ATTORNEYS**

**Ronald T. Buckingham**  
**Retired**

**Douglas J. Milne**  
**Sandra M. Ralston**  
**[doug@milnecorp.com](mailto:doug@milnecorp.com)**

February 11, 2010

Secretary of State of Florida  
Corporate Filings  
P. O. Box 6327  
Tallahassee, FL 32314

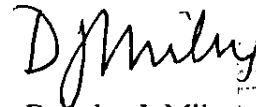
RE: Milne, Buckingham, and Ralston, LC

Dear Sirs:

Milne, Buckingham, & Ralston, PA, hereby consents to the use of the name "Milne, Buckingham & Ralston, LC" for the new professional limited liability company filed simultaneously herewith. This consent is being given pursuant to FS608.406 (2).

Please let us know if anything further is needed.

Sincerely,

  
Douglas J. Milne

DJM:sm

cc: Sandra Ralston, Esq.

2010 FEB 19 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

**MILNE, BUCKINGHAM & RALSTON, PA**  
ATTORNEYS

Ronald T. Buckingham  
Retired

Douglas J. Milne  
Sandra M. Ralston  
[doug@milnecorp.com](mailto:doug@milnecorp.com)

February 11, 2010

Florida Secretary of State  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Milne, Buckingham & Ralston, LC

Dear Sirs:

Enclosed for filing are the articles of organization for the above professional limited liability company. Also, enclosed, is a consent from Milne, Buckingham & Ralston, PA for the use of the name, pursuant to Florida Statutes 608.406(2). Attached to the articles is the designation of registered agent, executed by Sandra Ralston, registered agent.

Enclosed is our check in the amount of \$125, the required filing fee.

Will you please send us a copy of the articles when filed, showing the relevant filing information?

Thank you very much, and let us know if anything further is needed.

Sincerely,



Douglas J. Milne

DJM:sm  
Enclosure

cc: Sandra Ralston, Esq.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
C116

**MILNE, BUCKINGHAM & RALSTON, PA**  
**ATTORNEYS**

**Ronald T. Buckingham**  
Retired

**Douglas J. Milne**  
**Sandra M. Ralston**  
[doug@milnecorp.com](mailto:doug@milnecorp.com)

February 18, 2010

Florida Secretary of State  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Milne, Buckingham & Ralston, P.L.

Dear Sirs:

Enclosed for filing are the articles of organization for the above professional limited liability company. Also, enclosed, is a consent from Milne, Buckingham & Ralston, PA for the use of the name, pursuant to Florida Statutes 608.406(2). Attached to the articles is the designation of registered agent, executed by Sandra Ralston, registered agent.

We have already submitted the \$125 required filing fee.

Will you please send us a copy of the articles when filed, showing the relevant filing information?

Thank you very much, and let us know if anything further is needed.

Sincerely,

*D. J. Milne*

Douglas J. Milne

DJM:sm  
Enclosure

cc: Sandra Ralston, Esq.

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**MILNE, BUCKINGHAM & RALSTON, PA**  
**ATTORNEYS**

**Ronald T. Buckingham**  
**Retired**

**Douglas J. Milne**  
**Sandra M. Ralston**  
**[doug@milnecorp.com](mailto:doug@milnecorp.com)**

February 18, 2010

Secretary of State of Florida  
Corporate Filings  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Milne, Buckingham, and Ralston, P.L.

Dear Sirs:

Milne, Buckingham, & Ralston, PA, hereby consents to the use of the name "Milne, Buckingham & Ralston, P.L." for the new professional limited liability company filed simultaneously herewith. This consent is being given pursuant to FS608.406 (2).

Please let us know if anything further is needed.

Sincerely,



Douglas J. Milne

DJM:sm

cc: Sandra Ralston, Esq.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
of  
MILNE BUCKINGHAM AND RALSTON, P.L.**

**A Professional Limited Liability Company**

The undersigned certify that we have associated ourselves together for the purpose of becoming a Professional Limited Liability Company, for pecuniary profit, under the laws of Florida. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the Limited Liability Company ("company").

**ARTICLE I**

**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the company shall be Milne, Buckingham and Ralston, P.L., and its principal office shall be located at 4595 Lexington Avenue, Jacksonville, Duval County, Florida.

**ARTICLE II**

**PURPOSES AND POWERS**

The sole and specific purpose of this company is to render professional legal services, and to maintain all activities, and in such fashion, as is permitted by applicable Florida law.

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**ARTICLE III**

**EXERCISE OF POWERS**

All company powers shall be exercised by or under the authority of, and the business and affairs of this company shall be managed under the direction of, the members of the company.

**ARTICLE IV**  
**MANAGEMENT**

Management of this company is reserved to its members, whose names and addresses are:

Douglas J. Milne  
4595 Lexington Avenue  
Jacksonville, FL 32210

Sandra Ralston  
4595 Lexington Avenue  
Jacksonville, FL 32210

**ARTICLE V**  
**MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent; provided, however, membership will only be available to persons duly qualified under Florida law, including FS 621.09 (2), 2009. Contributions required of new members shall be determined as of the time of admission to the company. A member's interest in the company may not be sold or otherwise transferred except with unanimous written consent of all members.

Any purported transfer in violation of any provision herein, or in the Operating Agreement, shall be void and ineffectual, and shall not operate to transfer any interest or title in the purported transferee. Any involuntary taking of any member interests (or attempt thereof) whether by judgment, execution, or otherwise, shall be as specifically ineffective as if the same were done on a voluntary basis. No involuntary taking shall create any membership right(s) in the hands of such purported taker. Any attempt at taking any of the interests of the company, by virtue of judgment, lien, foreclosure, or otherwise, shall be in effective void, of no value, nor of any force nor effect. No such purported taker shall have any rights, direct or indirect, with respect to the company, any of its assets, management, or otherwise.

No member shall, directly or indirectly, grant a security interest, mortgage, encumber, pledge, assign, or transfer for financing purposes, or as collateral for performance of any obligation or otherwise, in all or any of the member's interest in the company without first obtaining the consent in writing of all the other membership interests. In the event such consent is obtained, no such consent shall release any of such member's interest from the other restrictions contained herein, or in the Operating Agreement, but such restrictions shall merely become subject to the

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encumbrance to which such consent expressly applies, for the duration and in the amount of the encumbrance only, and in the event the holder of such encumbrance shall foreclose on any such interest or otherwise cause the sale of such interest or otherwise acquire such shares or any interest therein, such holder, or any person acquiring such interests, shall take same subject to the restrictions contained in these Articles, and shall be subject to all such restrictions, the same as if such holder were a party hereto.

On the death, retirement, resignation, expulsion, or bankruptcy of a member, or the recurrence of any other event that terminates the continued membership of any member in the company, the remaining members shall have the right to continue the business on unanimous consent of said remaining members.

#### ARTICLE VI

#### CAPITAL CONTRIBUTIONS

Capital contributions shall be paid to the company by the members in prorata shares.

#### ARTICLE VII

#### PROFITS AND LOSSES

- (a) Profit sharing. The members shall be entitled to the net profits arising from the operation of the company business that remain after the payment of the expenses of conducting the business of the company. Each member shall be entitled to the distributed share of the profits based on such members' prorata membership interest in the company. This distributed share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the company.
- (b) Losses. All losses that occur in the operation of the company business shall be paid out of the capital of the company and the profits of the business or, if these sources are insufficient to cover such losses, by the members prorata.

#### ARTICLE VIII

#### DURATION

This company shall exist until it is dissolved in a manner provided by law, or as provided in

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TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT

State of Florida  
County of Duval

Pursuant to the provisions of Sec. 608.415 of the Florida Limited Liability Company Act, Milne, Buckingham, and Ralston, P.L. submits the following statement in designating its registered office and registered agent in Florida:

The name of registered agent of the company is Sandra Ralston, and the street address of the company's principle office where the agent is located is 4595 Lexington Avenue, Jacksonville, Florida 32210.

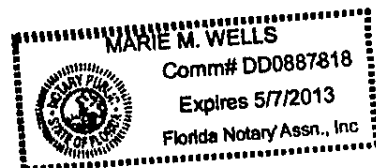
This statement is to acknowledge that, as indicated above, the company has appointed me, Sandra Ralston, as its registered agent to accept service of process for the company at the place designated above in the Certificate. I accept this appointment as registered agent and agree to act in this capacity. 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.

Signed on Feb 19, 2010

Sandra Ralston  
Sandra Ralston

The foregoing instrument was acknowledged before me on February 19, 2010, by Sandra Ralston, registered agent on behalf of Milne, Buckingham, and Ralston, P.L., a Professional Limited Liability Company. She is personally known to me.

Marie M. Wells  
Notary Public  
State of Florida



the operating agreement adopted by the members.

## ARTICLE IX

### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of initial registered agent of the company is 4595 Lexington Avenue, Jacksonville, FL 32210, and the name of the company's initial registered agent at that address Sandra Ralston.

The undersigned, being original members of the Company, certify that this instrument constitutes the Articles of Organization of Milne, Buckingham and Ralston, P.L.

Executed by the undersigned in Jacksonville, Florida, on Feb 19, 2010, which execution constitutes an affirmation by the undersigned, under penalties of perjury, that the facts stated therein are true.

  
\_\_\_\_\_  
Douglas J. Milne

  
\_\_\_\_\_  
Sandra Ralston

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TALLAHASSEE, FLORIDA

4-11-2010