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Rossway Moore & Taylor

ATTORNEYS AND COUNSELORS AT LAW

THE OAK POINT PROFESSIONAL CENTER
5070 NORTH HIGHWAY A-1-A
SUITE 200
VERO BEACH, FLORIDA 32963
TELEPHONE (772) 231-4440
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THOMAS W. TIERNEY**

*ALSO ADMITTED IN
THE DISTRICT OF COLUMBIA

**ALSO ADMITTED IN CALIFORNIA

***ALSO ADMITTED IN LOUISIANA

JOHN E. MOORE, III*

HELEN E. SCOTT

BRADLEY W. ROSSWAY

J. AT WOOD TAYLOR, III*

February 8, 2010

VIA FEDERAL EXPRESS NEXT DAY DELIVERY

Secretary of State
State of Florida
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

RE: Baja Lane LLC

Ladies and Gentlemen:

In regard to the above, please find enclosed the Articles of Organization for Baja Lane LLC, for filing with the Secretary of State's Office.

This firm's check in the amount of \$125.00 is also enclosed to cover your filing fee and the Registered Agent Designation fee for the new entity.

Thank you for your assistance and for sending your Certificate of Filing to this office in the enclosed, pre-prepared return envelope.

Sincerely.

J. Atwood Taylor, III

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CC: Mr. and Mrs. Bradford M. Endicott, w/encs.



February 11, 2010

ROSSWAY MOORE & TAYLOR THE OAK POINT PROFESSIONAL CENTER 5070 NORTH HIGHWAY A1A, SUITE 200 VERO BEACH, FL 32963

SUBJECT: BAJA LANE LLC Ref. Number: W10000007144

We have received your document for BAJA LANE LLC 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 Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

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) 245-6094.

Letter Number: 010A00003575

Agnes Lunt Regulatory Specialist II

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Rossway Moore & Taylor

ATTORNEYS AND COUNSELORS AT LAW

THE OAK POINT PROFESSIONAL CENTER

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"ALSO ADMITTED IN THE DISTRICT OF COLUMBIA "ALSO ADMITTED IN CALIFORNIA ""ALSO ADMITTED IN LOUISIANA

February 15, 2010

VIA FEDERAL EXPRESS NEXT DAY DELIVERY

Secretary of State
State of Florida
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

RE: Baja Lane LLC (Ref. Number: W10000007144)

Ladies and Gentlemen:

In regard to the above and in accordance with your letter of February 11, 2010, a copy of which is attached, please find enclosed the Articles of Organization for Baja Lane LLC, which have been corrected on page 1 to reflect a physical address for the new entity.

Thank you for your assistance and for sending your Certificate of Filing to this office in the enclosed, pre-prepared return envelope.

J. Atwood Taylor, III

JAT:sms\F:\Taylor\Sherri\Corporations\Baja Lane LLC\SecState-LLC,L,doc

Encs.

CC: Mr. and Mrs. Bradford M. Endicott, w/encs.

ARTICLES OF ORGANIZATION

FOR

BAJA LANE LLC

1. <u>ARTICLES OF ORGANIZATION</u>.

ARTICLE I NAME

2010 FEB 26 PM 12: 13
SECRETARY OF STATE

The name of the Limited Liability Company is as follows:

BAJA LANE LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is as follows:

5070 North Highway A-1-A, Suite 200, Vero Beach, Florida 32963.

ARTICLE III DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the Managing Members are as follows:

P.O. Box 700277 Wabasso, Florida 32970-0277; and

DOROTHEA ENDICOTT P.O. Box 700277 Wabasso, Florida 32970-0277.

ARTICLE V ADMISSION OF ADDITIONAL MEMBERS

2010 FEB 26 PM 12: 13
SECKETARY OF STATE
TALLAHASSEE, FLORIGA

The right to admit additional members and the terms and conditions of the admissions shall be determined, initially by the members; and if other members are admitted, then thereafter as follows:

All of the members named herein, unless they have been expelled or have filed bankruptcy or have withdrawn, retired, or died, shall collectively and only by unanimous consent agree to the admission of new members. Further restrictions

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on the admission of new members are set fort@00FEB 26 PM I2: 15 in a later executed agreement between the SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE VI MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company

ARTICLE VII PURPOSE

This Limited Liability Company has been formed by the members for the purpose of purchasing, developing, selling, owning, leasing, mortgaging, or otherwise dealing in or disposing of real and personal property and for all other legal purposes to which the members may elect from time to time to put the said Limited Liability Company.

ARTICLE VIII AMENDMENTS

Amendments to these Articles of Organization shall be effected in accordance with Chapter 608, *Florida Statutes*.

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ARTICLE IX GOVERNANCE AND OPERATIONES 26 PM 12: 15

This Limited Liability Company shall be governed by the members in accordance with and shall operate according to a later executed agreement between the members.

IN WITNESS WHEREOF, the undersigned members have caused these presents to be executed on the date(s) set forth below.

BRADFORD MAXWELL ENDICOT

Date: February _____, 2010

DOROTHEA ENDICOT

Date: February 4, 2010

2. <u>CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/</u> REGISTERED OFFICE.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

- 1. The name of the Limited Liability Company is: BAJA LANE LLC
- 2. The name and address of the Registered Agent and Office is as follows:

J. ATWOOD TAYLOR, III 5070 N. Highway A-1-A, Suite 200 Vero Beach, Florida 32963

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.

J. ATWOOD TAYLOR, III

Date: February 4, 2010

2010 FEB 26 PM 12: 15
SECRETARY OF STATE

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