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# FLORIDA LIMITED LIABILITY CO. IMMA PROPERTIES, LLC

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Electronic Filing Menu

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Help

**EXAMINER** 

## ARTICLES OF ORGANIZATION OF IMMA PROPERTIES, LLC

### A Florida Limited Liability Company

The undersigned hereby acknowledges these Articles of Organization for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Laws of Florida.

### ARTICLE I Name

The name of the Limited Liability Company is IMMA PROPERTIES, LLC

# ARTICLE II Address

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

170 Chilean Avenue, Palm Beach, Florida 33480

# ARTICLE III Purpose

IMMA PROPERTIES, LLC has been formed to conduct or promote any lawful business or purpose permitted by the laws of Florida.

# ARTICLE IV Management

The Limited Liability Company is to be managed by one or more managers, who shall be appointed by the member; therefore, the Limited Liability Company is a manager-managed company. The name and address of the manager is:

IRO GEORGITSIS 170 Chilean Avenue Palm Beach, Florida 33480

### ARTICLE V Member

The name and business address of the member is:

IRO GEORGITSIS 170 Chilean Avenue Palm Beach, Florida 33480

## ARTICLE VI Registered Agent and Registered Office

The name and the Florida street address of the Registered Agent are:

PATRICK M. WHITEHEAD, ESQ. 215 South Olive Avenue, Suite 400 West Palm Beach, Florida 33401

# ARTICLE VII Indemnification

The Limited Liability Company shall indemnify every manager, and the manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this Limited Liability Company. This indemnification is being given because the manager will be requested by the company to act for and on behalf of the company and for the company's benefit. This indemnification is not exclusive of other rights to which the manager may be entitled. The manager is entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these Articles of Organization.

A manager shall be liable to the company for the following actions:

- (1) Any breach of his or her duty of loyalty to the Limited Liability Company, or to its members:
- (2) An act or omission that was taken in bad faith and which constitutes a breach of the manager's duty to the Limited Liability Company by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law;
- (3) A transaction in which the manager benefits to the detriment of the company or its members.
- (4) An action for which the manager is liable at law and for which an indemnification

is not allowed.

# ARTICLE VIII Commencement

The Limited Liability Company shall commence its existence upon filing with the Secretary of State of the State of Florida.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Executed by the undersigned authorized representative on the 12 b day of April, 2010.

Authorized Representative

Patrick M. Whitehead, Esq.

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

That IMMA PROPERTIES LLC, desiring to organize under the laws of the State of Florida, has named PATRICK M. WHITEHEAD, ESQ., located at the Registered Office of the Limited Liability Company at 215 South Olive Avenue, Suite 400, West Palm Beach, Florida 33401, as its Registered Agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

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.

PATRICK M. WHITEHEAD, ESQ.

Registered Agent