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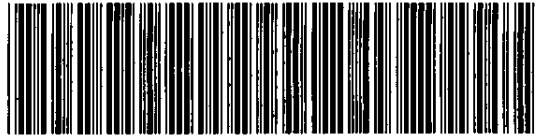
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APR 13 2010
EXAMINER

2010 APR 12 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: **Registration Section**
Division of Corporations

SUBJECT: BUDA, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennifer Tenney
Name of Person
Woodward, Pierret Lombardo, PA
Firm/Company
606 Bald Eagle Drive, Ste 500
Address
Marco Island, FL 34145
City/State and Zip Code
jennifertraffon@hotmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jennifer Tenney at (239) 394-5161
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
BUDA, LLC**

In order to form a Limited Liability Company pursuant to the Florida Limited Liability Company Act, Ch. 608 (the "Act"), we the undersigned hereby execute these Articles of Organization in accordance with the provisions of Section 608.407 of the Act and state that the statements set forth below as to the certain terms of the Limited Liability Company set forth herein are true and correct.

I. NAME

The name of the limited liability company is BUDA, L.L.C.

II. NATURE OF BUSINESS

The limited liability company shall be for the purpose of owning, acquiring, subdividing, operating, developing, leasing, selling and managing real property located in Collier County, Florida, as well as all other purposes allowed by law. The company shall have all the powers outlined in F.S. 608.404 which may be necessary to effect the purposes set forth in these Articles.

III. BUSINESS ADDRESS

3.1 The mailing address of the Company is 5567 Taylor Road, Unit #6, Naples, Florida 34109.

IV. DURATION

4.1 The duration of the limited liability company shall be deemed to have commenced as of the date of filing with the Department of State, and shall continue and be perpetual.

4.2 The duration of the Limited Liability Company shall not be affected by the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member, or other termination of a member's membership in the absence of unanimous consent of the members.

V. ADDRESS

The initial address of the principal office of this limited liability company in the State of Florida is 5567 Taylor Road, Unit #6, Naples, Florida 34109.

The managers may, from time to time, move the principal office to any other address in the State of Florida.

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VI. MANAGEMENT

6.1 The management of this limited liability company shall be vested in two (2) managers. The initial managers shall serve until the first annual meeting of members or until their successor or successors are elected and qualify. The name and address of the initial managers are as follows:

Athena M. Thompson
1087 Eldorado Street
Naples, Florida 34103

Brock E. Thompson II
1087 Eldorado Street
Naples, Florida 34103

6.2 Managers shall be elected by the members annually. Members shall be entitled to vote that number of votes which equates to their percentage interest in the company.

VII. INITIAL MEMBERS AND ORGANIZERS

7.1 The initial members and organizers of the company and their addresses are as follows:

<u>Names</u>	<u>Addresses</u>	<u>Percentage Interest in Co.</u>	<u>No. of Votes Allocated</u>
Athena M. Thompson, Trustee of the Athena M. Thompson Revocable Trust dtd <u>03/17/10</u>	1087 Eldorado Street Naples, Florida 34103	50%	1
Brock E. Thompson, Trustee of the Brock E. Thompson II Revocable Trust dtd <u>03/17/10</u>	1087 Eldorado Street Naples, Florida 34103	50%	1

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7.2 All transfers or assignments shall be permitted. However, if all other members of the limited liability company, other than the member proposing to dispose of his or its interest, do not approve the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of the limited liability company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

VIII. PROFITS AND LOSSES

8.1 Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company's business that remain after the payment of the expenses of conducting the business. Each member shall be entitled to a distributive share of the profits of the company equal to their percentage ownership in the company. Such distributive share of the profits of the company shall be paid to the members at such time as determined by a majority of the managers.

8.2 Losses. All losses that occur in the operation of the limited liability company's business shall be paid out of the capital of the limited liability company and the profits of the business of the company to the extent possible.

IX. BOOKS AND RECORDS

9.1 The managers shall maintain full and accurate books of the company at the company's place of business, showing all receipts, expenses, assets, liabilities, profits and losses of the company and all other records necessary for the recording of the company's business and affairs.


9.2 The managers shall deliver to all members quarterly interim financial information which shall be reviewed but not audited.

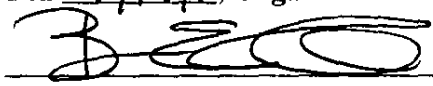
X. REGISTERED AGENT

Brock E. Thompson II, whose address for service of process is 5567 Taylor Road, Unit #6, Naples, FL 34109 shall be the registered agent for the limited liability company.

XI. AMENDMENTS

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the managers, proposed by her/him to the members, and approved at a members meeting by a unanimous vote thereon, unless all the members and the manager sign a written statement manifesting their intentions that a certain amendment of these Articles of Organization be made.


Athena M. Thompson, Trustee of the
Athena M. Thompson Revocable Trust
Dtd 03/17/19 Organizer


Brock E. Thompson II, Trustee of the
Brock E. Thompson Revocable Trust dtd
3/17/2010, Organizer

**STATE OF FLORIDA
COUNTY OF COLLIER**

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments, personally appeared Athena M. Thompson, to me known to be the persons described in the foregoing instrument and who acknowledged before me that they executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 17 day of March, 2010.

NOTARY PUBLIC-STATE OF FLORIDA
Jennifer Tenney
Commission # DD935870
Expires: OCT. 26, 2013
BONDED THRU ATLANTIC BONDING CO., INC.

Jennifer Tenney
Notary Public Signature
Jennifer Tenney
Notary Public Printed Signature

**Notary Rubber Stamp Seal
STATE OF FLORIDA
COUNTY OF COLLIER**

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments, personally appeared Brock E. Thompson II, to me known to be the persons described in the foregoing instrument and who acknowledged before me that they executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 17 day of March, 2010.

NOTARY PUBLIC-STATE OF FLORIDA
Jennifer Tenney
Commission # DD935870
Expires: OCT. 26, 2013
BONDED THRU ATLANTIC BONDING CO., INC.

Jennifer Tenney
Notary Public Signature
Jennifer Tenney
Notary Public Printed Signature
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Notary Rubber Stamp Seal

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept Service of Process for the above-stated limited liability company, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Brock E. Thompson II
Brock E. Thompson II

This Instrument Was Prepared By:
Jennifer M. Tenney, Esquire
Florida Bar Number: 0816191
Woodward, Pires & Lombardo, P.A.
606 Bald Eagle Drive, Suite 500
Post Office Box One
Marco Island, Florida 34146
Telephone Number: (239) 394-5161