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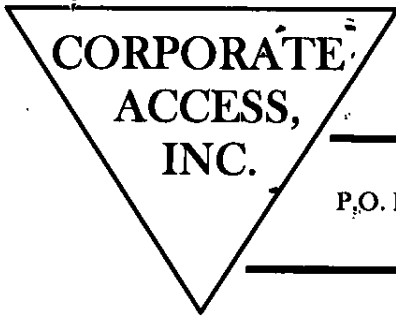
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1. HLI Investments and Funding - Fund 1, LLC
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

**FLORIDA LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION**

Pursuant to Florida Statutes Chapter 608, "The Florida Limited Liability Company Act", as amended, the below named entity adopts these Articles of Organization as of the date and time when these Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement on this original document, in accordance with the following:

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ARTICLE I - NAME.

The name of the Limited Liability Company is:

HLI Investments and Funding – Fund 1, LLC

ARTICLE II - ADDRESS.

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

Mailing Address: P.O. Box 878
Winter Park, FL 32790

Street Address: 1412 Holts Grove Circle
Winter Park FL 32789

ARTICLE III - REGISTERED AGENT.

The name and the Florida street address of the registered agent is:

South Milhausen, P.A.
c/o J. Todd South, Esq.
Gateway Center
1000 Legion Place, Suite 1200
Orlando, FL 32801
Telephone (407) 539-1638
Facsimile (407) 539-2679

Having been named as registered agent and to accept service of process for the above named 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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

J. Todd South, Esq. / Registered Agent's Signature

ARTICLE IV - MANAGEMENT.

This Limited Liability Company (LLC) is to be managed by a manager or managers. The names and addresses of the persons who are to serve as the managers are:

Ira Kitograd
P.O. Box 878
Winter Park, FL 32790

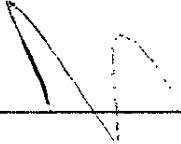
Elizabeth D. Francetic
P.O. Box 2001
Winter Park, FL 32790

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS.

The right, if given, to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement of this LLC as the same may be amended from time to time.

ARTICLE VI – EFFECTIVE DATE; PERPETUAL EXISTENCE.

These Articles of Organization shall be effective and this Limited Liability Company's existence shall commence upon the filing of these Articles of Organization by the Secretary of State. Thereafter, this Limited Liability Company shall exist perpetually, except as otherwise provided by Sections 608.441, 608.448 and 608.449 of the Florida Statutes.



J. Todd South

Signature of an authorized representative of a member

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