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(Requestor's Name)

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(City/State/Zip/Phone #)

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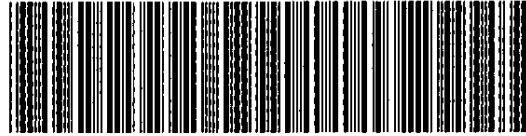
(Business Entity Name)

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Effective Date 07/26/10

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T. HAMPTON  
JUL 30 2010  
EXAMINER

*Thomas G. Eckerty*

ATTORNEY AT LAW  
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July 26, 2010

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: RCOH Properties, L.L.C.

Dear Sir or Madam,

Enclosed please find two (2) executed, original Articles of Organization for the following new entity: "RCOH Properties, L.L.C.", which I need filed as soon as possible. I have also enclosed herewith my check in the amount of \$125.00 to cover the costs of filing and the Registered Agent fee, as well as the cost for a certified copy, for this new LLC. Please file this document on my behalf and return the duplicate original to my office, along with any other documentation regarding the filing of these Articles, in the enclosed self-addressed, stamped envelope. Please fax me a copy of the filing information when it is complete.

If you have any questions in regard to this matter, or if you need any additional information in order to process the registration of this new LLC, please contact my office upon your receipt hereof. Thank you for your attention and cooperation in this request.

Very truly yours,



Thomas G. Eckerty  
TGE/dal

Enclosures

Effective Date 07/24/10

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**ARTICLES OF ORGANIZATION  
OF**

**RCOH PROPERTIES, LLC.**

**ARTICLE I  
Name and Address**

The name of the limited liability company shall be **RCOH PROPERTIES, LLC**. The mailing and street address of the principal office of the limited liability company is: 9 Clough Road, Dedham, Massachusetts 02026.

**ARTICLE II  
Duration**

This limited liability company shall be perpetual.

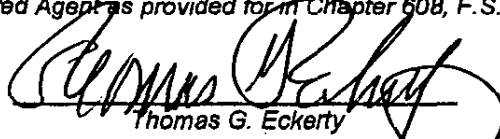
**ARTICLE III  
Purpose**

This limited liability company is created for the purpose of transacting the business of purchasing, selling and the leasing of real property, and such other business as may be agreed upon by the members.

**ARTICLE IV  
Designation of Registered Agent and Certificate of Acceptance**

The name and address of the Registered Agent and office of the limited liability company shall be Thomas G. Eckerty, Esquire, 12734 Kenwood Lane, Suite 89, Fort Myers, Florida 33907.

*I, Thomas G. Eckerty, 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.*

  
Thomas G. Eckerty

**ARTICLE V  
Contributions to Capital**

The initial capital of this limited liability company shall consist of the sum of One Thousand Dollars (\$1,000), which will be contributed by the members in the following amount:

Robert B. Carkin	\$ 500.00
Owen K. Haynes	\$ 500.00

No member shall be entitled to receive interest on his contribution to capital.

**ARTICLE VI  
Management**

Each member shall appoint a manager, which managers will act jointly as the co-managers for this limited liability company. The managers shall conduct the business of the limited liability company on behalf of the members, pursuant to specific agreements and conditions set forth in the Memorandum of Understanding and Intent, and in the regulations of the limited liability company, which are incorporated herein by reference. The managers shall be selected annually by the members, in accordance to said Memorandum of Understanding and Intent. By their signatures hereon, the members appoint the following individuals as the initial managers:

Members  
Robert B. Carkin  
Owen K. Haynes

Managers  
Robert B. Carkin  
Owen K. Haynes

The managers may designate an operating manager to oversee the day to day affairs of the limited liability company. The initial operating manager shall be: Robert B. Carkin.

**ARTICLE VII  
Property**

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase, or otherwise, shall be held and owned, and conveyance shall be made in the name of this limited liability company.

**ARTICLE VIII  
Meeting of Members**

Annual meetings of the members shall be held without call or notice within thirty (30) days after the close of the company's fiscal year at times and places selected by the members. Special meetings may be called by any member at any time after the giving of thirty (30) days notice to the other members. Notice of special meetings shall be by an actual notice in person or by telephone to each member. Attendance at a meeting constitutes a waiver of notice unless the member protests the lack of notice to him.

Minutes shall be kept of all regular and special meetings.

**ARTICLE IX  
Transferability of Members' Interest**

Transferability of members' interests shall be governed by the provisions of Florida Statutes 608.432.

**ARTICLE X  
Profit and Loss**

Profits and losses generated by the business of this company shall be passed through to the members pursuant to the Operating Agreement which is incorporated herein by reference.

**ARTICLE XI  
Additional Members**

The members shall have the right to admit additional members upon terms and conditions unanimously voted on and agreed upon.

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**ARTICLE XII**

**Withdrawal, Retirement, Death, Bankruptcy or Expulsion**

In the event of withdrawal, retirement, death, bankruptcy or expulsion of a member, the remaining member, or members, shall have the right to continue the business of this limited liability company, pursuant to the applicable provisions of the Memorandum of Understanding and Intent and the regulations.

**ARTICLE XIII**

**Dissolution and Liquidation**

Dissolution and liquidation of this limited liability company shall be pursuant to Florida Statute 608.441-448, and the Memorandum of Understanding and Intent which is incorporated herein by reference; however, the remaining member or members shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event that terminates the continued membership of a member in the company.

**ARTICLE XIV**

**Notice to Members**

All notices to the members of this limited liability company, pursuant to these Articles, shall be deemed effective when given by personal delivery, or by certified mail, return receipt requested.

The undersigned executed these Articles of Organization, effective as of July 26, 2010 2010, in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Robert B. Carkin

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