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(City/State/Zip/Phone #)

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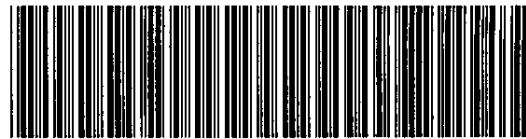
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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D. BRUCE

AUG 31 2010

EXAMINER

KAY

Law Offices

700 Village Square Crossing, Suite 102B
Palm Beach Gardens, Florida 33410
Telephone (561) 207-6200 Telecopy (561) 282-3434

August 27, 2010

VIA FEDEX – PRIORITY OVERNIGHT

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: FLFVenture GP, LLC
FLFVenture, Ltd.

Ladies and Gentlemen:

Enclosed for filing with the Division of Corporations are the following documents which should be filed in the order listed below:

1. Articles of Incorporation of FLFVenture GP, LLC, along with a check payable to Florida Department of State in the amount of \$130.00 representing the filing fee and fee for a Certificate of Status; and

2. Certificate of Limited Partnership of FLFVenture, Ltd., along with a check payable to Florida Department of State in the amount of \$1,008.75 representing the filing fee and fee for a Certificate of Status.

I have also enclosed a self-address, stamped envelope for return of the filed documents and certificates of status to this office. If you have any questions/concerns in regard to these filings, please contact me at the number listed above or by email at cforrest@kaylawoffices.com. Thanks you for your time and attention to these filings.

Very truly yours,



Claudette L. Forrest
Legal Secretary / Legal Administrative Assistant

/clf

Enclosures (as noted)

cc: James R. Kay, Esquire

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**ARTICLES OF ORGANIZATION
OF
FLFVenture GP, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company is FLFVenture GP, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is: 610 N. Wymore Road, Suite 200, Maitland, Florida 32751.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2060, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent and registered office of the Company in the State of Florida is: Linda G. Kassof, c/o Taurus Investment Holdings, LLC, 610 N. Wymore Road, Suite 200, Maitland, Florida 32751.

ARTICLE V - [RESERVED]

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all of the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all of the members of the Company and upon such terms and conditions as shall be determined by all of the members. Transfer of membership rights shall be controlled by the Operating Agreement of the Company.

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ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all of the remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager or managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the initial managers of the Company are:

<u>Managers</u>	<u>Addresses</u>
Lorenz Reibling	c/o Taurus Investment Holdings, LLC 22 Batterymarch Street, 6 th Floor Boston, MA 02109
Guenther Reibling	c/o Taurus Investment Holdings, LLC 610 N. Wymore Road, Suite 200 Maitland, FL 32751
Peter Merrigan	c/o Taurus Investment Holdings, LLC 22 Batterymarch Street, 6 th Floor Boston, MA 02109
Linda G. Kassof	c/o Taurus Investment Holdings, LLC 610 N. Wymore Road, Suite 200 Maitland, FL 32751

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Maitland, Florida as of the 26 day of August, 2010.

Taurus Investment Holdings, LLC, a Massachusetts
limited liability company, its sole Member

By: _____

Linda G. Kassof, its Manager

Registered Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, 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.

By 
Linda G. Kassof

Date: 26. August 2010

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