# Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H10000200986 3)))



HI00002009863ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)617-6383

From:

Account Name : BROAD AND CASSEL (ORLANDO)

Account Number : I19980000090 Phone : (407)839-4200 Fax Number : (407)839-4264

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address:

# FLORIDA LIMITED LIABILITY CO. WELLENS-BRUSCHAYT OF ORLANDO, LLC

| Certificate of Status | 0        |  |  |
|-----------------------|----------|--|--|
| Certified Copy        | 0        |  |  |
| Page Count            | 04       |  |  |
| Estimated Charge      | \$125.00 |  |  |

T. HAMPTON

SEP 1 3 2010

**EXAMINER** 

Electronic Filing Menu

Corporate Filing Menu

۴

Broad and Cassel

9/10/2010 10:15 PAGE 001/006

Fax Server



390 NORTH ORANGE AVENUE **SUITE 1400** ORLANDO, FLORIDA 32801 P.O. Box 4961 (32802-4961) TELEPHONE: 407.839.4200 FACSIMILE: 407.425.8377 www.broadandcassel.com

# TELECOPIER TRANSMITTAL

DATE:

Friday, September 10, 2010 10:15:08 AM

To:

Division of Corporations

ADDRESS:

TELECOPIER PHONE NO.:

1-850-617-6383

CONFIRMATION PHONE NO.:

FROM:

HELEN BROCK FORD, PARALEGAL

TOTAL NUMBER OF PAGES:

06 (including cover)

CLIENT AND MATTER:

33417-0010

# MESSAGE:

| PLEASE NOTIFY | Us I | MMEDIATELY : | IF. | ALL | PAGES | WERE | Not | 'RECEIVED A | \Т | 407 | .839 | 42.ا | 905 | J |
|---------------|------|--------------|-----|-----|-------|------|-----|-------------|----|-----|------|------|-----|---|
|---------------|------|--------------|-----|-----|-------|------|-----|-------------|----|-----|------|------|-----|---|

| FAX OPERATOR: | First Attempt: | SECOND ATTEMPT: |   |
|---------------|----------------|-----------------|---|
|               |                |                 | _ |

THE INFORMATION CONTAINED IN THIS TRANSMISSION IS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

Fax Server

(H10000200986 3)

# ARTICLES OF ORGANIZATION

OF

#### WELLENS-BRUSCHAYT OF ORLANDO, LLC

The undersigned acting as the organizer of WELLENS-BRUSCHAYT OF ORLANDO. LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

#### **ARTICLE I - Name:**

The name of the limited liability company is WELLENS-BRUSCHAYT OF ORLANDO, LLC (the "Company").

#### ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 1020 Reflections Lake Loop, Lakeland, Florida 33813.

# **ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Limited Liability Company Operating Agreement of the Company.

# **ARTICLE IV - Management:**

The limited liability company is to be managed by a manager, and the name and address of the manager who is to serve as initial manager until the first annual meeting of members or until her successor is elected and qualified are:

> Name Address

Tatiana Ananieva Wellens-Bruschayt 1020 Reflections Lake Loop Lakeland, Florida 33813

#### ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the majority written consent of all then existing voting Members of the Company.

(H10000200986 3)

# ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

# ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be Tatiana Ananieva Wellens-Bruschayt, and the street address of the Company's registered agent is 1020 Reflections Lake Loop, Lakeland, Florida 33813. A copy of the registered agent's acceptance to serve accompanies these Articles.

#### **ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the majority written approval of all voting Members of the Company.

#### **ARTICLE IX - Indemnification:**

Each individual or entity who is or was a manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Limited Liability Company Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a manager or officer existing at the time of such repeal or amendment.

10 SEP 19 AH 7:36

Fax Server

(H10000200986 3)

#### **ARTICLE X – Member Interests:**

The Company is authorized to issue both voting and nonvoting membership interests. All membership interests shall be identical in all respects except the nonvoting membership interests shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted nonvoting membership interests.

IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Organization is \_\_\_\_\_\_ day of sense 2010.

(810000200986 3)

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED REGISTERED AGENT SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is WELLENS-BRUSCHAYT OF ORLANDO, LLC.
  - 2. The name and address of the registered agent and its office is:

Tatiana Ananieva Wellens-Bruschayt 1020 Reflections Lake Loop Lakeland, Florida 33813

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, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of her position as registered agent.

Tatiana Ananieva Wellens-Bruschayt

Dated this \_\_\_\_\_ day of Hilly, 2010.

18 CFP 19 AM 7:86