

L10000095916

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100185264091

09/13/10--01023--003 **125.00

FILED
10 SEP 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

SEP 14 2010

EXAMINER

GLICKMAN, WITTERS AND MARELL, P.A.

ATTORNEYS AT LAW

THE CENTURION

SUITE 1101

1801 FORUM PLACE

WEST PALM BEACH, FL 33401

GARRY M. GLICKMAN

CURTIS L. WITTERS

BOARD CERTIFIED IN MARITAL AND FAMILY LAW

WILLIAM J. MARELL

ELIZABETH A. MONTGOMERY

CINDY A. CRAWFORD

JOSEPH R. LOWICKY

TELEPHONE

(561) 478-1111

TELECOPIER

(561) 478-2433

September 9, 2010

Via Certified Mail/RRR

Corporate Record Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Reference: **TURNPIKE ACQUISITION, LLC**

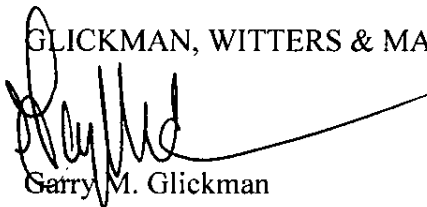
Gentlemen:

We are enclosing one original and a duplicate copy of the Articles of Organization for the above referenced proposed company together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Organization on the duplicate copy, certify and return it to us. Enclosed is our check in the amount of \$125.00 for the filing of these documents

Sincerely,

GLICKMAN, WITTERS & MARELL, P. A.



Garry M. Glickman

GMG:sn

Enclosures (as noted above)

FILED
10 SEP 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

TURNPIKE ACQUISITION, LLC

The undersigned organizer hereby forms a limited liability company under the laws of the
State of Florida:

ARTICLE I

COMPANY NAME

The name of this company is:

TURNPIKE ACQUISITION, LLC

ARTICLE II

COMMENCEMENT AND TERM OF EXISTENCE

The terms of existence of the Company shall commence upon the date of signing hereof,
provided that same shall be filed with the Florida Secretary of State within the time authorized
by Statute.

ARTICLE III

MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY

The mailing address and the street address of the principal office of the limited liability
company is:

2675 Vista Parkway #H3
West Palm Beach, FL 33411

ARTICLE IV

REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS

The Registered Agent and the street address of the Registered Agent of this Company in
the State of Florida shall be:

FILED
SEP 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Francis T. Pantaleo
2675 Vista Parkway #H3
West Palm Beach, FL 33411

FILED
10 SEP 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company.

ARTICLE VI

MANAGEMENT OF THE COMPANY

The initial Manager of the Company shall be Francis T. Pantaleo. The Manager, Francis T. Pantaleo shall be responsible for the management of the Company, and shall have the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf.

Notwithstanding the foregoing, the Manager shall have the absolute authority to subcontract any management functions of the Company in his sole and absolute discretion.

ARTICLE VII

RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

7.1 Liability of Members: No Member shall be personally liable for the expenses, liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §608.

7.2 Return of Capital: No Member shall have the right to demand the return of his/her/its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

7.3 Non-Assignability of Membership Interest:

a) No Member may assign his/her Company interest in whole or in part without the express written consent of 100% of the Company's members, including the member attempting to assign his/her interest.

b) The assignee of a member's interest shall have no right to participate in the management of the business and affairs of the Company:

- i) without the express written consent of 100% of the members of the limited liability company including the member assigning the limited liability interest, and
- ii) as provided in the Operating Agreement, and
- iii) in compliance with any procedure provided for in the Operating Agreement.

c) No interest of any member shall be subject to forced assignment by any court of law.

IN WITNESS WHEREOF, the undersigned Organizer has executed the Articles of Organization, this 8 day of September, 2010.


FRANCIS T. PANTALEO, ORGANIZER

STATE OF FLORIDA]
] ss:
COUNTY OF PALM BEACH]

FILED
10 SEP 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 8 of September, 2010, by FRANCIS T. PANTALEO, Organizer of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

NOTARY PUBLIC:

SIGN 

PRINT _____




STATE OF FLORIDA AT LARGE (SEAL)
MY COMMISSION EXPIRES:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Turnpike Acquisition, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, has named Francis T. Pantaleo having an address at 2675 Vista Parkway #H3, West Palm Beach, FL 33411 as its agent to accept Service of Process within this State.

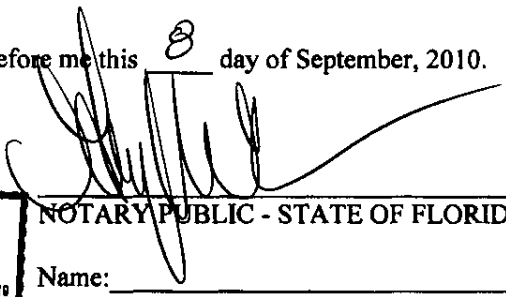
ACKNOWLEDGMENT

Having been named to accept Service of Process for the above named Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, accept the appointment, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.


Francis T. Pantaleo

SWORN TO AND SUBSCRIBED before me this 8 day of September, 2010.




NOTARY PUBLIC - STATE OF FLORIDA

Name: _____

(Type, stamp or print)

FILED
10 SEP 13 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Personally known or produced identification . If produced identification, type or identification produced: N/A