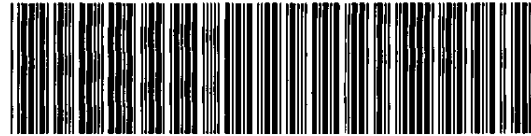


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L210-34910

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

G. MCLEOD

OCT 20 2010

EXAMINER



Gibbs Law Office, PLLC

October 15, 2010

Registration Section
Division of Corporations
Attn: Gina McLeod
Regulatory Specialist II
P.O. Box 6327
Tallahassee, FL 32314

RE: Filing of Articles of Organization, L & S Family Ventures III, LLC

Dear Ms. McLeod:

As requested, please find enclosed the revised Articles of Organization for filing. An extra copy of the Articles is enclosed. Please date stamp it and return it to the following:

GIBBS LAW OFFICE, PLLC
5237 SUMMERLIN COMMONS BLVD.
Fort Myers, FL 33907
Ph. 239-415-7495
Fx. 239-275-2137
info@gibbslawFL.com
www.gibbslawFL.com

Thank you for your assistance in this matter.

Sincerely,

Steven J. Gibbs, Esq.

Enclosures: Original Articles of Organization (and copy)
Copy of your letter

FILED

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ARTICLES OF ORGANIZATION
OF
L & S FAMILY VENTURES III, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I - Name

The name of the Limited Liability Company is: L & S FAMILY VENTURES III, LLC

ARTICLE II - Address

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

10851 Deal Road
North Fort Myers, FL 33917

ARTICLE III - Purpose

The Company is organized for the purpose of acquiring real property and/or to own, hold for investment, finance, sell, lease, manage, or otherwise dispose of real property as may be acquired by the Company from time to time and to engage in any other lawful business related thereto as deemed appropriate by the Manager as permitted under the laws of the United States and of the State of Florida.

ARTICLE IV – Duration and Existence; Effective Date

The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida.

ARTICLE V – Continuation of Limited Liability Company

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued relationship of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the

Company and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

ARTICLE VI - Registered Office and Registered Agent

The Company hereby (i) designates 10851 Deal Rd., North Fort Myers, FL 33917, as the street address of the Company's registered office, and (ii) names L & S Family Ventures, LLC, as the Company's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII – Management and Authority

The Company shall be a manager-managed company. Pursuant to Fla. Stat. Sec. 608.4235, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability solely by virtue of being a member.

The name and address of each manager or managing member is as follows:

L & S Family Ventures, LLC, 10851 Deal Rd., North Fort Myers, FL 33917

ARTICLE VIII – Indemnification

(a) The Company shall indemnify any person or entity who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for action taken in the capacity of such person as director or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by on or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Company by action of its board of managers, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its board of managers, in its sole discretion may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by on or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of managers, the authority granted to the board of managers in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Company relating thereto.

Authorized Representative:

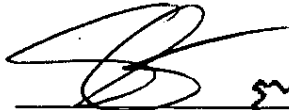
By:

L& S Family Ventures, LLC by Lawrence A. Fitch Jr.

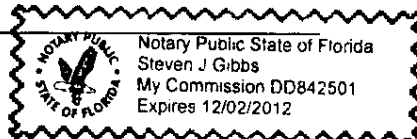
ACKNOWLEDGMENT

STATE OF Florida)
)ss.
COUNTY OF Lee)

On this October 15, 2010, before me, Steven J. Gibbs, a notary public, qualified for said county, personally came Lawrence A. Fitch Jr., Manager of L & S Family Ventures as Authorized Representative, who provided a driver's license and was shown to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed.



Notary Public



ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization and to comply with the provisions of Chapter 608, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with and accepts the obligations or such position.

Dated: October 15, 2010

L & S Family Ventures, LLC

By:

Shelly E. Fitch

Print Name:

Shelly E. Fitch