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PAVESE LAW FIRM

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Florida Department of State
Division of Corporations
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PA-FLA HOME INVESTMENTS, LLC

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B. BOSTICK
MAR 18 2011

EXAMINER
3/16/2011

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AMENDED ARTICLES OF ORGANIZATION OF
PA-FLA HOME INVESTMENTS, L.L.C.

The undersigned certifies that he is acting as the organizing Member for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit. The undersigned further certifies that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company. The original date of filing this limited liability company was February 23, 2011.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be PA-FLA HOME INVESTMENTS, L.L.C., and its principal office shall be located at 2710 Del Prado Boulevard, #2-123, Cape Coral, County of Lee, State of Florida, 33904, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be 2710 Del Prado Boulevard, #2-123, Cape Coral, Florida 33904.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, rights, assets and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee or attorney-in-fact for any persons or corporations, and perform any service under

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contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise or do.

ARTICLE III

There shall be (4) initial members of this limited liability company, whose names are as follows:

Kenneth J. Millevoi, Sr.

Kenneth J. Millevoi, Jr.

Gregory J. Vincent

Arthur J. Millevoi, III

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TALLAHASSEE, FLORIDA

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ARTICLE IV EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability

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company. Noting in these Articles of Organization shall be construed to prohibit the member(s) of the limited liability company from assigning or granting non-member(s) power or authority to act on behalf of the limited liability company.

ARTICLE V MANAGEMENT

The limited liability company shall be managed by a manager. The following is the name and address of the individual who shall initially serve as manager of the limited liability company until the first annual meeting of the members or until their successors are elected and qualify in accordance with the regulations:

Arthur J. Milievoi, III
2710 Del Prado Boulevard, #2-123
Cape Coral, Florida 33904

ARTICLE VI MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, or except as specified in a separate written agreement regarding purchase and sale executed by all members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VII DISTRIBUTIONS

The members shall be entitled to the net profits, as defined in the regulations, arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. The distribution of the profits shall be determined as provided in the regulations of the company.

ARTICLE VIII DURATION

The limited liability company shall commence on the date the Articles of Organization are duly

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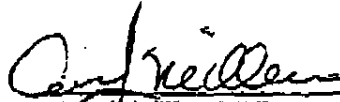
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filed as required by law and shall continue in perpetuity, unless sooner terminated, liquidated or dissolved, as provided in the regulations adopted by members.

The undersigned, being the organizing member of the limited liability company, certifies that this instrument constitutes the proposed Amended Articles of Organization of PA-FLA HOME INVESTMENTS, L.L.C.

Executed by the undersigned at Philadelphia, Pennsylvania, on the 15th day of March, 2011.

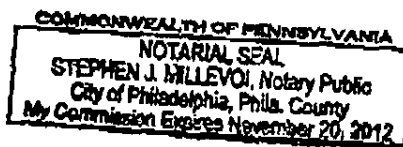

Arthur J. Millevoi, III

STATE OF PA
COUNTY OF PHILA

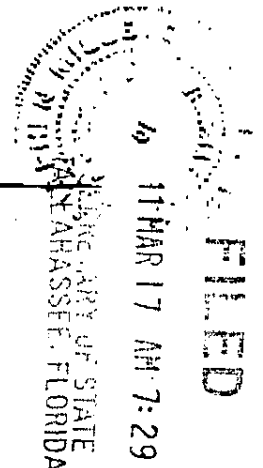
I HEREBY CERTIFY that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Arthur J. Millevoi, III ☐ who is personally known to me or ☐ who produced PA Driver License or as identification, to be the people who made and subscribed to the foregoing Amended Articles of Organization and certifies and acknowledges that he made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 15th day of March, 2011.

NOTARY SEAL




Notary Public

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March 17, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

PA-FLA HOME INVESTMENTS, LLC
1136 NE PINE ISLAND RD
82
CAPE CORAL, FL 33909

SUBJECT: PA-FLA HOME INVESTMENTS, LLC
REF: L11000022781

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Barbara Bostick
Regulatory Specialist II

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