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SECRETARY OF STATE
ALLAHASSEE, FIRMAN

# Munson Vining Midyette & Geary, LLP

Attorneys At Law

Peter J. Munson C. Geoffrey Vining William M. (Mac) Midyette, III Joseph Anthony Geary

1611 Harden Boulevard Lakeland, FL 33803 www.mvm-law.com

Phone (863) 687-8320

Fax (863) 683-2849

April 4, 2011

Secretary of State Registration Section Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re:

Jingson LLC

Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Organization with acceptance of resident agent. A check in the amount of \$125.00 is also enclosed for filing fees in this regard. It would be appreciated if you would please forward confirmation of filing to our office. 'A self addressed stamped envelope is enclosed.

Thank you for your assistance with this request.

Sincerely,

Lois A. Hart, Legal Assistant to

Peter J. Munson, Esquire

LAH/s

Enclosures

## **COVER LETTER**

то:	TO: Registration Section Division of Corporations						
SUBJE	SUBJECT: JINGSON PROPERTIES LLC						
Name of Limited Liability Company							
The en	closed Articles of (	Organization and fee(s) are	submitted fo	r filing.			
Please	return all correspon	ndence concerning this matt	ter to the foll	owing:			
PETER J. MUNSON, ESQUIRE							
			Name of Per	son			
MUNSON VINING MIDYETTE & GEARY, LLP							
			Firm/Compa	uny			
1611 HARDEN BOULEVARD							
Address							
ļ	LAKELAND		y/State and Z	in Code			
			Paol.	CaM			
E-mail address: (to be used for future annual report notification)							
For fur	ther information co	oncerning this matter, please	e call:				
PETER J. MUNSON			at <u>(</u> 863	at (863 ) 687-8320			
	Name of	Person	Are	a Code & Daytime	Telephone Number		
Enclos	sed is a check for	the following amount:					
\$125.00	Filing Fee	\$130.00 Filing Fee & Certificate of Status	Certific	O Filing Fee & ed Copy anl copy is enclosed)	\$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)		
		Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Re Di Cl: 26	reet/Courier Addr gistration Section vision of Corporati fron Building 61 Executive Cent Ilahassee, FL 3230	ions er Circle		

#### ARTICLES OF ORGANIZATION

OF

#### JINGSON PROPERTIES LLC

TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

#### ARTICLE I - NAME

The name of the limited liability company shall be JINGSON PROPERTIES LLC.

#### ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company in Florida shall be 5386 Bloomfield Boulevard, Lakeland, Florida 33810, and its mailing address is the same.

#### **ARTICLE III - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to engage in the ownership and management of real estate investments and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Vincent C. Massey, at 5386 Bloomfield Boulevard, Lakeland, Florida 33810.

#### ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Regulations of the Company to be hereafter adopted by the Members of the Company (the "Regulations").

#### **ARTICLE VI - ADDITIONAL MEMBERS**

(i) The Members may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the Members, (ii) admission of any such Additional Member(s) requires the written consent of all Members, and (iii) any Additional Members are allocated gain, loss, income or expense by the method provided in these Regulations, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

#### ARTICLE VII - CONTINUATION OF BUSINESS

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 VIII - MANAGEMENT

The Company shall be managed by its members. The initial members and thus the managing members shall be Vincent C. Massey and Faye A. Massey, whose address is 5386 Bloomfield Boulevard, Lakeland, Florida 33810. The Regulations shall require the vote of the Members then having a majority interest in the Company for all decisions of the Company.

The signature of a Managing Member of the Company signing on behalf of the Company or the signature of a person designated as an officer of the Company under the Regulations may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the unanimous consent of the Members.

### **ARTICLE IX - OPERATING AGREEMENT**

The Members of the Company shall hereafter adopt the Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned hereby execute these articles of organization this 1st day of April, 2011.

(SEAL)

INCENT C. MASSEY, Incorporator

STATE OF FLORIDA COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Vincent C. Massey and Faye A. Massey, who [ ] are personally known to me or [ ] produced identification in the form of

WITNESS my hand and official seal this 1st day of April, 2011, at Lakeland, Florida.

(NOTARIAL SEAL)

Notary Public State of Florida Lois A Hart My Commission DD838200

Notary Public

State of Florida at Large My Commission Expires:

#### **ACCEPTANCE**

Having been named to accept service of process for JINGSON PROPERTIES LLC, at the place designated as sated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

**DATED** this 1st day of April, 2011.

VINCENT C. MASSEY

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