

Sep. 16, 2011 11:44AM

Stanley A. Goldsmith, P.A.

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FLORIDA LIMITED LIABILITY CO.  
Store Planning Services, L.L.C.

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B. BOSTICK  
SEP 19 2011  
EXAMINER

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**ARTICLES OF ORGANIZATION**  
**OF**  
**STORE PLANNING SERVICES, L.L.C.**  
**a Florida Limited Liability Company**

**FIRST:** The name of the Limited Liability Company shall be STORE PLANNING SERVICES, L.L.C. (hereinafter referred to as the "Company").

**SECOND:** The mailing address and street address of the principal office of the Limited Liability Company is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

**THIRD:** The duration of the Company's existence shall be perpetual.

**FOURTH:** The purposes for which the Company is organized are any and all other lawful purposes for which a Limited Liability Company may be organized pursuant to the laws of the State of Florida and the United States.

**FIFTH:** The Company shall be managed by its Manager(s). Initially, there shall be THREE (3) Managers whose names and addresses are as follows:

1. Jill S. Simon, 929 SW 17<sup>th</sup> Street, Fort Lauderdale, Florida 33515
2. Bret A. Simon, 2618 Huntington Avenue, Sarasota, Florida 34232
3. Randall H. Simon, 539 Poincianna Bay, Florida 34253

**SIXTH:** Company shall be initially authorized and empowered to issue two classes of Membership Unit as follows:

A. Class "A" Membership Units shall entitle the Owner thereof to voting rights on all matters involving the Company, but shall not entitle the Owner thereof to share in any of the profits, losses, deductions, or other financial interests of the Company.

B. Class "B" Membership Units shall not entitle the Owner thereof to voting rights on any matters involving the Company, but shall entitle the Owner thereof to share pro-rata in all of the profits, losses, deductions, and other financial interests of the Company.

**SEVENTH:** By majority vote of authorized and outstanding Class "A" Membership Units, the Members may agree to admit additional Members to join the Company as Class "A" and/or Class "B" Unit Owners and establish the terms of their contributions to join.

**EIGHTH:** In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business thereof.

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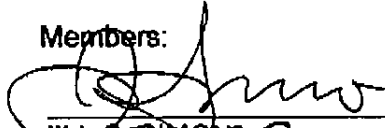

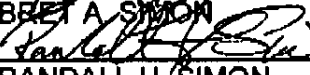
**NINTH:** Whenever a Member or his legal representative requests a step-up election under Section 754 of the Internal Revenue Code as the same may be amended from time to time, such election shall be made as all Members of the Limited Liability Company, upon subscription for Units therein, hereby irrevocably consent to such election when requested by any other Member.

**TENTH:** Whenever income is earned by the Company, there shall be, at a minimum, sufficient distribution of income to its Class "B" Members to allow them to pay, on a timely basis, all of their U.S. Federal, State and local tax liabilities imposed by virtue of their membership interest in the Company.

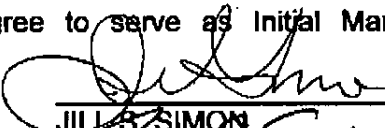


**ELEVENTH:** The initial Officers of the Company shall be as follows:  
 President, Assistant Secretary, and Assistant Treasurer - Jill S. Simon  
 Vice President, Secretary, and Assistant Treasurer - Bret A. Simon  
 Vice President, Treasurer, and Assistant Secretary - Randall H. Simon

**TWELFTH:** We hereby form the Company.

Members:

	9/29/11
JILL S. SIMON	Date
	09/09/11
BRET A. SIMON	Date
	09-08-11
RANDALL H. SIMON	Date

**THIRTEENTH:** We hereby agree to serve as Initial Managers of the Company

	9/24/11
JILL S. SIMON	Date
	09/09/11
BRET A. SIMON	Date
	09-08-11
RANDALL H. SIMON	Date

**THIRTEENTH:** Pursuant to the provisions of Section 608.415, Florida Statutes, the Company designates the name and address of its Registered Agent and office as follows:

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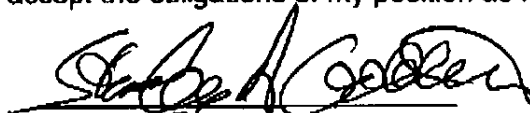
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Stanley A. Goldsmith  
1605 Main Street  
Suite 1001  
Sarasota, Florida 34236

**FOURTEENTH:** To the Manager of STORE PLANNING SERVICES, L.L.C.

Having been named as Registered Agent to accept Service of Process for the Company at the place designated in these Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.



STANLEY A. GOLDSMITH  
1605 Main Street  
Suite 1001  
Sarasota, Florida 34236

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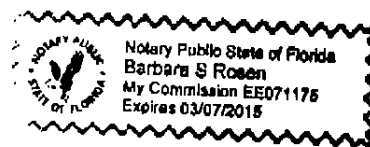
STATE OF FLORIDA )  
COUNTY OF BROWARD ) ss:

The foregoing was acknowledged before me this 24 day of August 2011, by JILL S. SIMON. She is personally known to me or has produced \_\_\_\_\_ as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

  
Signature of Notary Public

Barbara S. Rosen  
Print Name of Notary Public  
I am a Notary Public of the State of  
Florida and my commission  
expires on 03/07/15.

(Notary Seal)

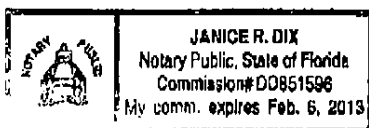


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STATE OF FLORIDA )  
COUNTY OF SALASOTA ) ss:

The foregoing was acknowledged before me this 9 day of Sept, 2011, by BRET A. SIMON. He is personally known to me or has produced FL Drivers Lic as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.



(Notary Seal)

[Signature]  
Signature of Notary Public

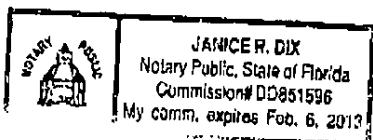
Janice R Dix  
Print Name of Notary Public

I am a Notary Public of the State of FL, and my commission expires on 2/6/2013.

STATE OF FLORIDA )  
COUNTY OF SALASOTA ) ss:

The foregoing was acknowledged before me this 8 day of Sept, 2011, by RANDALL H. SIMON. He is personally known to me or has produced FL Drivers Lic as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



Signature of Notary Public

[Signature]  
Print Name of Notary Public Janice R Dix

I am a Notary Public of the State of FL, and my commission expires on 2/6/2013.

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