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J. SAULSBERRY EXAMINER
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MICHAEL MALISZEWSKI Attorney at law

MICHAEL MALISZEWSKI, P.A. 532 COLORADO AVENUE STUART, FLORIDA 34994 772 • 223 • 7010 772 • 223 • 1860 MMLAW@USA.NET

September 12, 2011

Florida Secretary of State, Division of Corporations P.O. Box 6327 Taliahassee, FL 32314

Re: Filing Articles of Organization for Signature Property Management, LLC.

To Whom It May Concern:

Enclosed, please find the original Articles of Organization and Acceptance of Registered Agent form for <u>Signature Property Management</u>, <u>LLC.</u>, a new Florida limited liability company. They are sent for filing with your department.

My law office check number <u>5206</u> for the \$125.00 State filing fees is enclosed herewith. Please return the filing acceptance statement to my office address which is listed above. Call me if there are any questions on this filing.

Thank you in advance for your assistance with this matter.

Cordially,

Michael Maliszewski, Esq.

/dm Enclosures TALLAHASSEE F. STATE

MICHAEL MALISZEWSKI Attorney at law

MICHAEL MALISZEWSKI, P.A. 532 COLORADO AVENUE STUART, FLURIDA 34994 772 * 223 * 7010 772 * 223 * 1850 MMLAW@UBA.NET

September 15, 2011

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Via facsimile only to 850-245-6030

Florida Department of State, Division of Corporations ATTN: Ms. Jeraline P.O. Box 6327 Tallahassee, FL 32314

Re: Filling for Signature Property Management, LLC.

Dear Ms. Jeraline:

Thank you very much for calling my office this morning concerning the filing of the Articles of Organization for **Signature Property Management**, **LLC.** I appreciate your attention to the corporate existence of a similarly named company, that being the Signature Property Management, Inc. company. As disclosed earlier however, the shareholders of the INC. company, Diane Harrison and Christopher Wadsworth, President, are the same 100% owners establishing the new LLC. company. Therefore to complete the establishment these shareholders have filed Articles of Dissolution for that company. (See a copy enclosed herewith together with my cover letter to your office) I placed the originals of these documents in the U.S. mail to your office yesterday.

Feel free to call me if you have any further questions on this matter. Thank you for your professional assistance at this juncture.

Respectfully,

Michael Maliszewski, Esq.

MichelMar

/dm

Enclosures (2 pages)

SECKLINGY OF STATE

ARTICLES OF ORGANIZATION

FOR

Signature Property Management, LLC.



ARTICLE I: NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company is **Signature Property Management**, **LLC.**, with its principal office and mailing address being located at 969 So. Federal Highway, Suite 401, in the City of Stuart, County of Martin, State of Florida, 34994, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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 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:

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 company.

ARTICLE IV:

MANAGEMENT

Management of this limited liability company is reserved to its initial members, whose names and addresses are as follows:

- 1. Christopher Wadsworth, 969 So. Federal Highway, Ste. 401, Stuart, FL
- 2. Diane Harrison, 969 So. Federal Highway, Ste. 401, Stuart, FL, 34994

ARTICLE V:

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous written consent only. 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 and shall be further limited under terms identified in the Operating Agreement, as may be amended from time to time.

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 by a affirmative unanimous written consent, or a unanimous vote of all of the remaining members at a duly authorized meeting of the members.

ARTICLE VI:

DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the Operating Agreement or other regulations adopted by the members.

ARTICLE VII: REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the limited liability company is 969 So. Federal Highway, Suite 401, in the City of Stuart, County of Martin, State of Florida, 34994; and the name of the initial registered agent at that address is Diane Harrison.

The undersigned, as organizer of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **Signature Property Management, LLC.**

EXECUTED by the undersigned at Stuart, Florida on September 8th, 2011

Christopher Wadsworth, Organizer

STATE OF FLORIDA COUNTY OF MARTIN

On this day personally appeared before me, the undersigned authority Christophe Wadsworth, who is personally known to me or who [] produced as identification, and did not take an oath.

WITNESS my hand and official seal in the above-named County and State this $\underline{\mathcal{H}}$ day of **September, 2011**.

(Seal)



Notary Public, Seal of Florida
My commission expires: 9/8/2014

ACCEPTANCE OF REGISTERED AGENT FOR Signature Property Management, LLC.

I, Christopher Wadsworth, pursuant to the provisions of Section §608.415, Florida Statutes, having been named to accept service of process for **Signature Property Management**, **LLC**., a Florida limited liability company at the place designated in the foregoing Articles of Organization, and hereby agree to act in that capacity with acknowledgment that the registered agent is familiar with, and accepts, the obligations of that position as provided for in the Florida Limited Liability Company Act.

Dated this ____ day of __September_, 2011.

REGISTERED AGENT:

Christopher Wadsworth

969 So. Federal Highway, Ste. 401

Stuart, Florida 34994

