

L11000138751

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

A. LUNT

DEC -9 2011

EXAMINER

Office Use Only



100212591541

12/08/11--01008--004 **125.00

FILED
2011 DEC -8 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Northbrook Real Estate Partners LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian Sherwin, CPA
Name of Person
Fox, Sherwin & Co., P.A.
Firm/Company
7901-4th St. N. #100
Address
St. Petersburg, FL 33701
City/State and Zip Code
bsherwin@tampabay.rr.com
E-mail address: (to be used for future annual report notification)

2011 DEC -8 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

For further information concerning this matter, please call:

Brian Sherwin at (727) 579-9113
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional 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

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION
OF
NORTHBROOK REAL ESTATE PARTNERS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 – NAME

The name of the limited liability company shall be NORTHBROOK REAL ESTATE PARTNERS, LLC ("Company").

ARTICLE 2 – ADDRESS

The principal place of business of the Company in Florida shall be 7901 4th Street North, Saint Petersburg, Florida 33702 and the mailing address shall be 360 Riverside Drive, #7-B, New York, New York 10025.

ARTICLE 3 – EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 – DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 – PURPOSES AND POWERS

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

ARTICLE 6 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Fox, Sherwin & Company, P.A., at 7901 4th Street North Ste 100, Saint Petersburg, Florida 33702. The name and address of the registered agent of this Company is Fox, Sherwin & Company, P.A., 7901 4th Street North Ste. 100, Saint Petersburg, Florida 33702.

FILED
2011 DEC -8 PM 1:52
CLERK OF THE
STATE
TALLAHASSEE, FLORIDA

ARTICLE 7 – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 8 – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE 9 – MANAGEMENT

The Company shall be managed by a manager or manager(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names of all such manager(s) who is/are to serve as manager(s) is/are:

Operating Manager: William A. Freydborg

Secretary: William A. Freydborg

whose mailing address shall be the same as the principal office of the Company.

FILED
2011 DEC -8 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, The undersigned an authorized representative of the members, has made and subscribed these Articles of Organization at Saint Petersburg, Florida, for the foregoing uses and purposes, this

W Brian Sherwin
W. Brian Sherwin, CPA, Authorized Representative of the Members

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

Fox, Sherwin & Company, P.A., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Fox, Sherwin & Company, P.A.

W Brian Sherwin
W. Brian Sherwin, CPA

FILED
2011 DEC -8 PM 1:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA