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SECRETARY OF STATE ON TOWN OF CONFORM TOWN

MAR - 9 2012 T. **HAMPTON** 

# **COVER LETTER**

TO:	Registration S Division of Co		·			
SUBJE	<sub>cr.</sub> Sumn	nerfield Land, LL	С			
30202	Name of Limited Liability Company					
The enc	losed Articles of	f Organization and fee(s) are	submitted for filing.			
Please r	eturn all corresp	ondence concerning this mat	ter to the following:			
<u>(</u>	Charles L	Cooper, Jr.				
			Name of Person	-		
_	Bryant Mi	ller Olive P.A.				
			Firm/Company			
_	101 North	Monroe Street, S	Suite 900			
			Address			
Ţ	allahasse	e, FL 32301				
		Cit	y/State and Zip Code			
		E-mail address: (to be used	for future annual report notification)	· · · · · · · · · · · · · · · · · · ·		
For furth	ner information of	concerning this matter, please	e call:			
Pamela K. Bailey, Paralegal			at (850 ) 222-8611			
	Name o	of Person	Area Code & Daytime Telep	phone Number		
Enclose	d is a check fo	r 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 Ci Tallahassee, FL 32301	ircle		

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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# ARTICLES OF ORGANIZATION OF

#### SUMMERFIELD LAND, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

#### 1. NAME.

The name of the limited liability company is SUMMERFIELD LAND, LLC (hereinafter referred to as the "Company").

#### 2. PERIOD OF DURATION

The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:

- (i) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act; or
- (ii) By the mutual written agreement of the Members holding at least fifty-one percent (51%) of the total outstanding membership interests in the Company; or
- (iii) As provided for in a written Operating Agreement executed by all of the members of the Company (each a "Member" and, collectively, the "Members").

#### 3. PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

#### 4. <u>ADDRESS OF PLACE OF BUSINESS</u>

The mailing address and the street address of the place of business for the Company is 2750 Old St. Augustine Road, Tallahassee, Florida 32301. Such address may be changed from time to time as provided in the Operating Agreement.

#### 5. REGISTERED AGENT

The initial registered agent in Florida for the Company is William G. Thames, Jr., and the initial registered office is located at 2750 Old St. Augustine Road, Tallahassee, Florida 32301.

#### 6. <u>MEMBERS</u>

The Company shall have at least one (1) Member, and may admit additional Members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement. The initial Members shall be William G. Thames, Sr. and William Thames, Jr. New or additional Members may be added in the manner provide for in the Operating Agreement.

#### 7. **CONTINUITY OF BUSINESS**

Upon 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 business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members (if any) of the Company.

#### 8. MANAGEMENT

The management of the Company shall be through one or more Managers. Any Manager may be (but is not required to be) a Member of the Company. The Manager(s) shall be appointed by the Members and shall have the power and responsibilities provided for in the Operating Agreement. The initial manager shall be William G. Thames, Jr.

### 9. <u>INDEMNIFICATION</u>

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify the authorized representative named below and any Member or former Member to the full extent permitted under the Florida Limited Liability Company Act.

Executed at Tallahassee, Florida, this 4th day of January, 2012.

SUMMERFIELD LAND, LLC, a Florida limited liability company

William G. Thames, Jr. Member and Manager

# ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of SUMMERFIELD LAND, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by SUMMERFIELD LAND, LLC.

Executed this 4th day of January, 2012.

William G. Thames, Jr.

Registered Agent

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