

L12000101366

(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:

Office Use Only

G. MCLEOD

AUG - 7 2012

EXAMINER



800237719938

08/06/12--01015--026 **125.00

FILED
12 AUG -6 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARVEY, WADDELL, MONAHAN & LAYTON

ATTORNEYS AND COUNSELORS AT LAW

WILLIAM M. HARVEY 1928-2000

JOHN B. WADDELL 1933-1999

DANIEL L. MONAHAN, P.A.*

WILLIAM M. LAYTON

RYAN M. LAYTON

CHADWICK LAYTON

101 N. J Street

Suite 1

Lake Worth, Florida 33460

Tel (561) 585-4631

Fax (561) 585-1317

* member of Illinois bar

*EMAIL:dmlaw111@aol.com

August 2, 2012

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Bella Vista 5, LLC

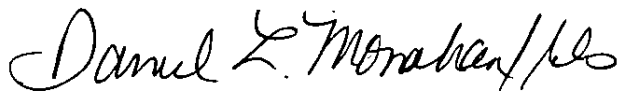
Dear Sir or Madam:

Enclosed are the following regarding the above-referenced entity:

1. Cover Letter;
2. The original and one copy of Articles of Organization for Florida Limited Liability Company. Please file the original and provide us with a conformed copy for our file in the envelope provided; and
3. Check in the amount of \$125.00 representing the required filing fee.

Thank you for your assistance in this matter.

Sincerely,



Daniel L. Monahan

DLM:rls

Enclosures

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Bella Vista 5, 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:

Daniel L. Monahan, Esquire

Name of Person

Harvey, Waddell, Monahan & Layton

Firm/Company

101 North J Street

Address

Lake Worth, FL 33460

City/State and Zip Code

dmlaw111@aol.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Daniel L. Monahan

at (

561

585-4631

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 FOR FLORIDA
LIMITED LIABILITY COMPANY**

FILED
12 AUG -6 PM 4:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – Name:

The name of the Limited Liability Company is:

BELLA VISTA 5, LLC

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

18 Bella Vista Avenue, Lake Worth, FL 33460

ARTICLE III – Duration:

This Limited Liability Company shall exist perpetually from the date of filing with the Department of State or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV – Management:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as manager are:

Peter R. Smith, MGRM, 18 Bella Vista Avenue, Lake Worth, FL 33460

Joy I. Smith, MGRM, 18 Bella Vista Avenue, Lake Worth, FL 33460

ARTICLE V – Restrictions on Membership

Members shall have the right to admit new members by unanimous consent. 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.

Upon 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 upon unanimous consent of such remaining members.

ARTICLE VI – Members Rights to Continue Business:

The right, if given, of the remaining members of the Limited Liability Company to continue the business on 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 Limited Liability Company shall be:

Subject to the majority approval of the remaining members.

ARTICLE VII – Purposes and Powers:

The general nature of the business or businesses to be transacted and which the Limited Liability Company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the Limited Liability Company, 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 herein set forth 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 or 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 the 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 administration subdivision, or department thereof, 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 herein 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 such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it

lawfully may 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 herein set forth, 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.

7. 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 herein contained shall be deemed or construed as authorized 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 the laws of the State of Florida, lawfully carry on, exercise or do.

ARTICLE VIII – Profits and Losses

1. **SHARING OF PROFITS.** The members shall be entitled to the net profits arising from the operation of the Limited Liability Company business that remain after the payment of expenses of conducting business of the Limited Liability Company. The managing members shall determine no less than annually which members will receive a distribution or profits and the amount of each distribution.

2. **LOSSES.** All losses that occur in the operation of the Limited Liability Company business shall be paid out of the capital of the Limited Liability Company and the profits of the business, if any.

ARTICLE IX – Limited Liability Company 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 managing 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 X – Initial Registered Office and Registered Agent

The address of the initial registered office of BELLA VISTA 5, LLC is 18 Bella Vista Avenue, Lake Worth, FL 33460, and the name of the initial registered agent at such address is Peter R. Smith.

THE UNDERSIGNED, being the original members of the Limited Liability Company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of BELLA VISTA 5, LLC.

Peter R. Smith

Peter R. Smith
18 Bella Vista Avenue
Lake Worth, FL 33460

Joy I. Smith

Joy I. Smith
18 Bella Vista Avenue
Lake Worth, FL 33460

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me, this 10th day of August, 2012, by PETER R. SMITH and JOY I. SMITH, who is personally known to me.

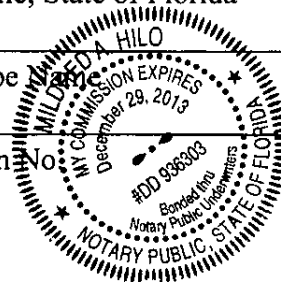
Notary Seal

William A. Hilo

Notary Public, State of Florida

Print or Type

Commission No.



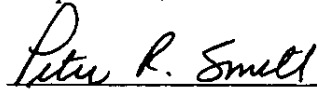
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.507, *FLORIDA STATUTES*, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: BELLA VISTA 5, LLC
2. The name and address of the registered agent and office is:

Peter R. Smith
18 Bella Vista Avenue
Lake Worth, FL 33460

Having been named as registered agent and to accept service or process for the above stated Limited Liability Company at the place designated in this certificate, 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 I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Peter R. Smith