

5/30/2013 10:59:32 From: To: (850) 617-6383

Division of Corporations

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:
Division of Corporations
Fax Number : (850) 617-6383

From:
Account Name : C T CORPORATION SYSTEM
Account Number : PCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA LIMITED LIABILITY CO.
SLM Properties, LLC

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

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B. BOSTICK

MAY 31 2013

EXAMINER

(850) 245-6051.

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: SLM Properties, 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:

Tony P. Trimble

Name of Person

TRIMBLE & ASSOCIATES, LTD.

Firm/Company

10201 Wayzata Boulevard, Suite 130

Address

Minnetonka, MN 55305

City/State and Zip Code

trimblelegals@earthlink.net

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

For further information concerning this matter, please call:

Matthew W. Haapoja

Name of Person

at (952)

797-7477

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$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

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**ARTICLES OF ORGANIZATION
OF
SLM PROPERTIES, LLC**

These Articles of Organization ("Articles") are made for the purposes of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608 (the "Act").

ARTICLE I - NAME

The name of this limited liability company is SLM Properties, LLC ("Company").

ARTICLE II - ADDRESS

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

Principal Office Address:

Mailing Address:

637 Eastern Lake Rd
Santa Rosa Beach, FL 32459

18077 Elm Trail
Nevis, MN 56467

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED
AGENT'S SIGNATURE:**

The name and the Florida street address of the registered agent are:

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

Having been named as registered agent and to accept service of 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.

Registered Agent's Signature (REQUIRED):

Connie Bryan

Connie Bryan

Assistant Secretary

ARTICLE IV - MANAGER(S) OR MANAGING MEMBER(S)

The name and address of each Manager is as follows:

Title:

Name and Address:

Manager

Stephanie L. Moore
18077 Elm Trail
Nevis, MN 56467

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TALLAHASSEE, FLORIDA

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ARTICLE V – PURPOSE

The Company is organized to operate a real estate holding company and the transaction of any and all lawful business.

ARTICLE VI – POWERS

The Company shall have all of the powers enumerated in the Act.

ARTICLE VII – CONTRIBUTIONS

Contributions of cash or property may be made from time to time to the Company as specified in the Operating Agreement to be adopted by the members of the Company and as the same may be amended at any time and from time to time ("Operating Agreement").

ARTICLE VIII – ADMISSION OF MEMBERS

Additional members may be admitted from time to time as specified in the Operating Agreement.

ARTICLE IX – TERMINATION OF MEMBERSHIP

If a member dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy or upon the occurrence of any other event which terminates the continued membership of the member in the Company, the remaining members may continue the business of the Company.

ARTICLE X – MANAGEMENT OF THE COMPANY

The Company shall be managed by the Managers identified in Article IV, who shall serve until and unless otherwise determined by the members of the Company as specified in the Operating Agreement.

ARTICLE XI – ORGANIZER

The name and address of the person signing these articles is: Matthew W. Haapoja, TRIMBLE & ASSOCIATES, LTD., 10201 Wayzata Boulevard, Suite 130, Minneapolis, MN 55305.

ARTICLE XII – REGULATIONS

The members may adopt, alter, amend or repeal regulations containing provisions for the management and regulation of the affairs of the Company, provided that such regulations are not inconsistent with the laws of the State of Florida, the Articles of Organization or the Operating Agreement.

ARTICLE XIII – TRANSFER OF MEMBERSHIP INTEREST

No member may transfer his, her or its membership interest or any portion thereof unless otherwise provided in the Operating Agreement.

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ARTICLE XIV – AMENDMENT

The Company reserves the right to amend, alter or repeal any provisions containing these Articles of Organization or any amendment thereto in the manner provided in the Operating Agreement.

ARTICLE XV – NO CUMULATIVE VOTING

No member of this Company shall have any cumulative voting rights.

ARTICLE XVI – NO PREEMPTIVE RIGHTS

Members of this Company shall have no rights, preemptive or otherwise, to acquire any part of any unissued membership interests or other securities of the Company before the Company may offer them to other persons.

ARTICLE XVII – WRITTEN ACTIONS

Any action required or permitted to be taken at a meeting of the members may be taken by written action signed by the members who possess the voting power that would be required to take the same action at a meeting of the members at which all members were present.

ARTICLE XVIII – LIMITATION OF LIABILITY

A member and/or manager of the Company shall not be personally liable to the Company or its other members and/or managers for monetary damages for breach of fiduciary duty as a member and/or manager, except for liability for acts or omissions which involve intentional misconduct or a knowing violation of law. Any amendment to the Act which would limit or negate any right or protection of a manager of a limited liability company provided for hereunder shall not adversely affect any right or protection of a manager of the Company provided for hereunder in respect of any act or omission of such manager occurring prior to such repeal, modification, or adoption of an inconsistent provision.

ARTICLE XIX – INDEMNIFICATION

The Company shall, to the fullest extent permitted by the Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Act from and against any and all of the expenses, liabilities or other matters arising out of or in connection with such person's being a member and/or manager of the Company, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any agreement, vote of members or managers or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such position, and shall continue as to a person who has ceased to be a manager, officer, employee, consultant or agent and inure to the benefit of the heirs, executors and administrators of such a person.

REQUIRED SIGNATURE/



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Matthew W. Haapioja, Sole Organizer

Typed or printed name of signee

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