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SECRETARY OF STATE
JALLAHASSEE, FIRAL

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### FLORIDA DEPARTMENT OF STATE Division of Corporations

July 3, 2013

MESSER CAPARELLO ATTORNEYS AT LAW PO BOX 15579 TALLAHASSEE, FL 32317

SUBJECT: M & R FOODS MANAGEMENT II, LLC

Ref. Number: W13000037872

We have received your document for M & R FOODS MANAGEMENT II, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Justin M Shivers
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 713A00016454



Strategically Positioned in Florida's Capital

July 2, 2013

#### BY HAND DELIVERY

Secretary of State
Attn: Division of Corporations
2661 Executive Center Circle
Tallahassee, FL

Re: Institute of Technical Arts, LLC

Dear Sir\Madam:

This will serve as our request to file the attached Articles of Organization of M & R Foods Management II, LLC.

Enclosed is a copy and original Articles of Organization and this firm's check in the amount of \$155.00 to cover the cost of filing the Articles and for a certified copy.

If you have any questions, please don't hesitate to contact us.

Sincerely,

Tanya Weiss, Legal Assistant to

Bryan Duke, Esq.

\tw

Enclosures

## ARTICLES OF ORGANIZATION OF M & R FOODS MANAGEMENT II, 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. <u>NAME.</u>

The name of the Limited Liability Company is M & R FOODS MANAGEMENT II, LLC (hereinafter referred to as the "Company").

#### 2. **PERIOD OF DURATION.**

The period of duration of the Company shall be perpetual, unless it is dissolved as provided in the Florida Limited Liability Act or the written Operating Agreement to be executed by all of the Members of the Company.

#### 3. PURPOSE.

To engage in any and all businesses and activities permitted by the laws of the State of Florida, including but not limited to, the provision of assisted living services and any other purposes allowed by Florida Chapter 429. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

#### 4. ADDRESS OF PLACE OF BUSINESS.

The mailing and street address of the place of business in Florida for the Company is: 42 Ridgeland Court, Crawfordville, Florida 32327. Such address may be changed from time to time as provided in the Operating Agreement.

#### 5. MEMBERS.

The initial members of the Company are:

Marc Sandberg, Member 42 Ridgeland Court Crawfordville, Florida 32327

Robert K. Sandberg, Member 8 Wingate Court Crawfordville, Florida 32327



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

The Company may admit additional members upon the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

#### 7. **MANAGEMENT.**

The Company is a member-managed company.

#### 8. **REGISTERED AGENT.**

Pursuant to the provisions of Section 608.415 or 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 office/registered agent, in the State of Florida.

- 1. The name of the limited liability company is M & R FOODS MANAGEMENT II, LLC.
- 2. The name of the registered agent and office is

Bryan Duke Messer Caparello 2618 Centennial Place Tallahassee, Florida 32308

Having been named to accept service of process for the above limited liability company, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to being available at said location.

#### 9. **EFFECTIVE DATE**

The effective date for this Limited Liability Company shall be July 1, 2013.

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statues. I understand the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of the Limited Liability Company and every year thereafter to maintain "active" status.

**BRYAN DUKE** 

#### CERTIFICATE OF REGISTERED AGENT

Bryan Duke has been named as the Company's Registered Agent in Florida to accept service of process within Florida.

By signing below the above-named registered agent accepts the appointment as Registered Agent and agrees to act in this capacity.

Dated this 12<sup>th</sup> day of July, 2013.

**BRYAN DUKE** 

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA