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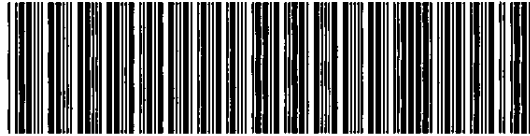
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Bush FEB 10 2015

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: PHOENIX ELEVEN 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:

Ilene L. Michelson, Esq.
Name of Person

Law Office of Stuart R. Michelson, P.A.
Firm/Company

800 SE Third Avenue, Fourth Floor
Address

Fort Lauderdale, Florida 33316
City/State and Zip Code

ilenemichelson@aol.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ilene L. Michelson, Esq. at (954) 463-6100
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" 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

ARTICLES OF ORGANIZATION
OF
PHOENIX ELEVEN PROPERTIES, LLC.

THE UNDERSIGNED, for the purpose of forming a limited liability company duly authorized pursuant to Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization.

ARTICLE I
NAME OF COMPANY

The Name of this Limited Liability Company shall be:

PHOENIX ELEVEN PROPERTIES, LLC.

and shall hereinafter be referred to as the "Company".

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Company shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
MEMBERSHIP INTERESTS AND MANAGEMENT

The name and address of each person authorized to manage and control the Limited Liability Company is as follows:

AMBR	Martha Christine Schubert , 800 SE Third Avenue, Fourth Floor, Fort Lauderdale, Florida 33316
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AMBR	Marco Dessimone , 800 SE Third Avenue, Fourth Floor, Fort Lauderdale, Florida 33316
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ARTICLE IV
TERM OF EXISTENCE

The effective date of this Company shall be January 29, 2015 and the Company shall exist perpetually thereafter.

ARTICLE V
MAILING ADDRESS AND STREET ADDRESS OF
PRINCIPAL OFFICE IN THIS STATE

The mailing address and the street address of the principal office of this Company in the State of Florida is 800 SE Third Avenue, Fort Lauderdale, Florida 33316. The mailing address of this Company shall be 800 SE Third Avenue, Fort Lauderdale, Florida 33316. The Authorized Members may from time to time move the principal office to another address in Florida.

ARTICLE VI
AUTHORIZED REPRESENTATIVE

Ilene L. Michelson, Esq., 800 SE Third Avenue, Fourth Floor, Fort Lauderdale, Florida 33316 is hereby authorized by the Authorized Members to sign these Articles of Organization and to file same with the Florida Department of State Division of Corporations.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 800 SE Third Avenue, Fourth Floor Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this Company at that address is the Law Office of Stuart R.

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Michelson, P.A. . Pursuant to the Florida Statute §605.0113, a written acceptance is attached.

ARTICLE VIII
POWERS

The Company shall have all the powers enumerated in the Florida Revised Limited Liability Act, Florida Statutes Chapter 605.

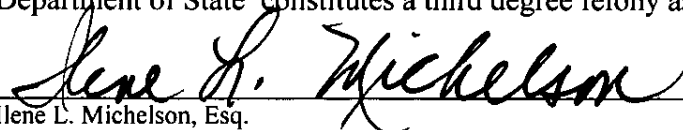
ARTICLE IX
AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon a Member is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29th day of January, 2015.

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

(In accordance with section 605.0203 (1) (b), 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.).


Ilene L. Michelson, Esq.

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ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for **PHOENIX ELEVEN PROPERTIES, LLC**, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in such 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 605, F.S.

On Behalf of the Law Office of Stuart R. Michelson, P.A.
By It's President:


STUART R. MICHELSON, ESQ.
REGISTERED AGENT

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