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TALLAHASSEE FLORIDA

TLT  
7/11/16



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 14, 2016

ROBERT C ELBER  
107641 S.W. 104TH STREET  
MIAMI, FL 32301

SUBJECT: SILVERS DESIGN BUILDING, LLC  
Ref. Number: W16000018959

We have received your document for SILVERS DESIGN BUILDING, LLC and your check(s) totaling \$133.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Member must sign.,

Please return 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) 245-6052.

Tyrone Scott  
Regulatory Specialist II

Letter Number: 116A00005242

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## **ARTICLES OF ORGANIZATION OF SILVERS BUILDING & DESIGN, LLC.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

### **ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **SILVERS BUILDING & DESIGN, LLC.**, and its principal office shall be located at 279 North Hibiscus Drive, Miami Beach, Florida 33139-5121 but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

### **ARTICLE II. PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, 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 set forth in these Articles 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 of 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 these 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 administrative subdivision, or department, 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 in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations.

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perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do 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 set forth in these Articles, 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.

8. Nothing contained in these Articles shall be deemed or construed as authorizing 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 Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III. EXERCISE OF 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 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 IV. MANAGEMENT**

This limited liability company shall be managed by one manager. The name and address of the person who shall serve until the first annual meeting of members is as follows: James Silvers, 279 North Hibiscus Drive, Miami Beach, Florida 33139-512.

### **ARTICLE V. MEMBERSHIP RESTRICTIONS**

The right to be a member of this organizations is restricted as follows:

1. 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.

2. A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of all members unless a member is delinquent in making payment of a capital contribution as defined in Article VI or fails to make any payment required under Article VII, paragraph 3, requiring payment to cover losses within sixty (60) days of the determination that such a payments is necessary.

3. On 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 on unanimous consent of the remaining members.

#### **ARTICLE VI. CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### **ARTICLE VII. PROFITS AND LOSSES**

Profits and Losses shall be handled in the following manner:

1. 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 the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company.

2. 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 income of the business before any profits are distributed, or, if these sources are insufficient to cover such losses, by the members in equal shares.

3. On the anniversary date of the commencement of business of the limited liability company, it shall be determined by the manager whether the company has sustained a loss during the preceding business year. The manager upon determination of a loss will notify all members of same and set a date, not longer than ninety (90) days, for each member to make payment of their share of the funds to cover the loss.

#### **ARTICLE VIII. DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### **ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 10761 S. W. 104 Street, Miami, Florida and the name of the company's initial registered agent at that address is Robert C. Eber.

The undersigned certifies that **SILVERS BUILDING & DESIGN, LLC.**, has at least one member as of the date of filing these Articles with the Department of State and this instrument constitutes the proposed Articles of Organization of **SILVERS BUILDING & DESIGN, LLC.**

Executed by the undersigned at 10761 S. W. 104 Street, Miami, Florida 33176 on July 7, 2016.



Robert C. Eber, Authorized Representative  
10761 S. W. 104 Street  
Miami, Florida 33176

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TALLAHASSEE FLORIDA

**SILVERS BUILDING & DESIGN, LLC.**

**OATH OF REGISTERED AGENT**

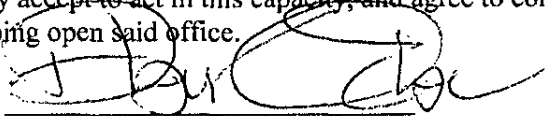
**OF**

Robert C. Eber  
10761 S. W. 104th Street  
Miami, Florida 33176

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

SILVERS BUILDING & DESIGN, LLC., desiring to organize under the laws of the State of Florida with its initial principal office at 279 North Hibiscus Drive, Miami Beach, Florida 33139-512, has named Robert C. Eber, Located at 10761 Southwest 104th Street, Miami, Florida 33176, as its registered agent to accept service of process within this State.

Having been named to accept service of process for the above-styled Company at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

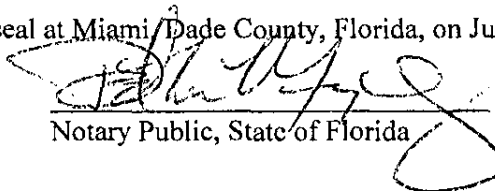
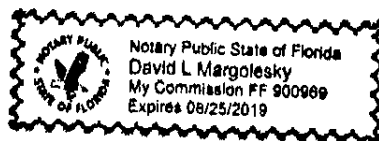


ROBERT C. EBER

STATE OF FLORIDA                     )  
                                                      )SS:  
COUNTY OF MIAMI-DADE         )

Before me personally came ROBERT C. EBER, who is personally known to me and after taking an oath or by affirmation he acknowledged the said execution of the Oath of Registered Agent and stated that the facts therein stated are truly set forth.

WITNESS my hand and seal at Miami/Dade County, Florida, on July 7, 2016

  
Notary Public, State of Florida

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