

L9500000790

JAMES D. O'DONNELL
AND ASSOCIATES
ATTORNEYS AT LAW
1640 ORCELA STREET
JACKSONVILLE, FLORIDA 32204

JAMES D. O'DONNELL
RENEE D. GROSSE
JOHN W. WEST III

(904) 387-4963
TELECOPIER (904) 384-7329

LEE MARINELLI •
OF COUNSEL
• ADMITTED IN WASHINGTON D.C.
VIRGINIA & TENNESSEE ONLY

October 10, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32214

Re: El Batey, L.C.

Dear Sir:

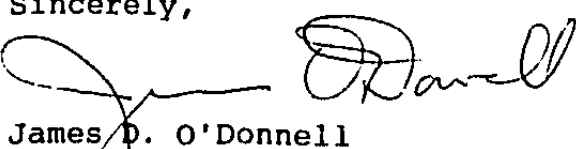
Please find enclosed the original and one copy of the Articles of Organization for the above-referenced limited liability company. Please file and return one certified copy of the charter to us.

A check in the amount of \$337.50 is enclosed for the following.

1. Filing Fees	\$250.00
2. Registered Agent Fee	35.00
3. Certified Copy of Charter	<u>52.50</u>
Total	<u>\$337.50</u>

Should you have any questions in this regard, please contact our office.

Sincerely,


James D. O'Donnell

JOD/al

Enclosures
As stated

cc: Luis de Hechavarria

ELBATEY.LTR/TXTAL

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****337.50 ****337.50

RECEIVED
OCT 19 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/18/95


ARTICLES OF ORGANIZATION OF
EL BATEY, L.C.

FILED
OCT 19 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 El Batey, L.C., and its principal office shall be located at 12305 S.W. 38th Street, in the City of Ocala, County of Marion, State of Florida, 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, and 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 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.

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 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 a successor is elected and qualified, is as follows:

Luis de Hechavarria
12305 S.W. 38th Street
Ocala, FL 32674

ARTICLE V

MEMBERSHIP RESTRICTIONS

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 of 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.

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 Five Hundred Dollars (\$500) (cash) shall be paid to the limited liability company by the two 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

(a) *Profit Sharing.* 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.

(b) *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, or, if these sources are insufficient to cover such losses, by the members in equal shares.

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 James D. O'Donnell & Associates, 1648 Osceola Street, City of Jacksonville, County of Duval, State of Florida, and the name of the company's initial registered agent at that address is James D. O'Donnell, Esquire.

The undersigned, being the original _____ the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of El Bat _____ L.C.

EXECUTED by the undersigned at Jacksonville, Florida on this 3rd day of October, 1995.


LUIS DE HECHAVARRIA


JOAN DE HECHAVARRIA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF DUVAL

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is El Batey, L.C.

The name of the registered agent for El Batey, L.C. is James D. O'Donnell and the street address of the company's principal office where the agent is located is 1648 Osceola Street, Jacksonville, Florida 32204.

This statement is to acknowledge that, as indicated above, El Batey, L.C. has appointed me, JAMES D. O'DONNELL, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

DATED Oct. 3rd, 1995.


JAMES D. O'DONNELL
Registered Agent

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 3rd
day of October, 1995, by JAMES D. O'DONNELL, agent on behalf
of El Batey, L.C. He:

✓
_____ is personally known to me

_____ has produced _____ as identification

and did take an oath.



Jane C. Barr
Signature of Notary Public

Jane C. Barr
Printed Name

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF MARION

FILED
OCT 19 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes § 608.407(2) the undersigned member or authorized representative of a member of El Batey, L.C., deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$1,000.
3. If any, the agreed value of property other than cash contributed by the members is \$0. A description of the property is attached as Exhibit "A" and made a part of this Affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is \$1,000. This total includes the amounts from 2 and 3 above.


LUIS DE HECHAVARRIA

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 3rd day of October, 1995, by LUIS DE HECHAVARRIA, on behalf of EL BATEY, L.C., a limited liability company. He:

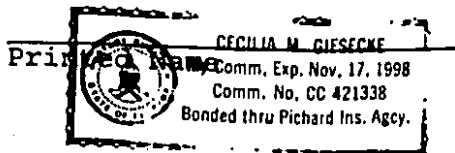
✓ is personally known to me

_____ has produced _____ as identification

and did take an oath.

(Seal)

Leah M. Gierke
Signature of Notary Public



L 95000000790

JAMES D. O'DONNELL
AND ASSOCIATES
ATTORNEYS AT LAW

1648 OSCEOLA STREET
JACKSONVILLE, FLORIDA 32204
(904) 387-4963
TELECOPIER (904) 384-7329

JAMES D. O'DONNELL
RENEE D. GROSSE
JOHN W. WEST III

LEE MARINELLI *
OF COUNSEL
* ADMITTED IN WASHINGTON D.C.
VIRGINIA & TENNESSEE ONLY

November 6, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32214

300001647379
-11/28/95--01081--008
****105.00 ****105.00

Re: Amendment to Articles of Organization of El Batey, L.C.

Dear Sir:

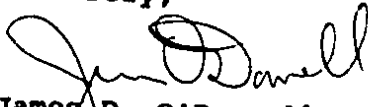
Please find enclosed the original and one copy of the Amendment to Articles of Organization for the above-referenced limited liability company. Please file and return one certified copy of the Amendment to us.

A check in the amount of \$105.00 is enclosed for the following:

1. Filing Fee to Amend Articles of Organization	\$52.50
2. Certified Copy of Amendment to Articles of Organization	<u>\$52.50</u>
Total	<u>\$105.00</u>

Should you have any questions in this regard, please contact our office.

Sincerely,

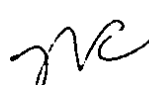

James D. O'Donnell
JOD/al

Enclosures
As stated

cc: Luis de Hechavarria

BATEYSEC.LTR/TXTAL

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 27 AM 10:42


DEC 1 1995

AMENDMENT TO ARTICLES OF ORGANIZATION
OF EL BATEY, L.C. (hereafter EL BATEY FARM, L.C.)

Pursuant to Section 608.411 of the Florida Limited Liability Company Act, the undersigned, who are all the members of El Batey, L.C. (hereafter El Batey Farm, L.C.) amend the Articles of Organization of the limited liability company originally filed with the Secretary of State of Florida on October 19, 1995, as follows:

Delete present ARTICLE I, NAME AND PRINCIPAL PLACE OF BUSINESS, and substitute in its place the following:

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be El Batey Farm, L.C., and its principal office shall be located at 12305 S.W. 38th Street, in the City of Ocala, County of Marion, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 27 AM 10:41

The remainder of the provisions of the articles of organization shall remain as filed on October 19, 1995.

The members of El Batey, L.C. (hereafter El Batey Farm, L.C.) have executed the preceding amendment to the Articles of Organization of the company this 31 day of October, 1995.


LUIS DE HECHAVARRIA


JOAN DE HECHAVARRIA

BATEYAM.ART/TXTAL

2nd NOTICE: Limited Liability Company Will Be Dissolved On Or After August 21, 1996. If Dissolved, Minimum Amount Due To Reinstate: \$738.75

APPROVED
AND
FILED

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee + \$25.00 LATE FEE
\$ 263.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company **DOCUMENT # L95000000790**

EL BATEY FARM, L.C.
12305 SW 38TH STREET
OCALA FL

1a. Principal Place of Business Address
12305 SW 38TH STREET
OCALA FL

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business

2a. Mailing Address

8087 Summit Ridge Lane

3. Date Organized or Qualified

3a. State of Formation

10/19/1995

FL

Suite, Apt. #, etc.

Suite, Apt. #, etc.

4. FEI Number

59-3360780

☐ Applied For

☐ Not Applicable

City & State

City & State

Jacksonville, FL

Zip

Country

Zip

Country

32256

5. Date of Last Report

6. Certificate of Status Desired

7. Name and Address of Current Registered Agent

8. Name and Address of New Registered Agent

O'DONNELL, JAMES D
1648 OSCEOLA STREET
JACKSONVILLE FL 32204

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

Zip Code

FL

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

DATE

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

MEMGR HECHAVARRIA, LUIS de

12305 SW 38TH STREET

8087 Summit Ridge Lane

OCALA FL

Jacksonville, FL

32256

400001301334

-07/23/96--01033--012

****288.75 ****288.75

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

Luis de Hechavarria

SIGNATURE:

Luis de Hechavarria

7/17/96

904/641-8683

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Daytime Phone #