

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

REQUEST TAKEN CONFIRMED APPROVED  
DATE 2/15/96  
TIME 11:00 AM CK No. \_\_\_\_\_  
BY DD

WALK-IN  
Will Pick Up \_\_\_\_\_

RE:

DHRL Assoc, 2725, L.C.

95 FEB 19 PM 3:33

SECRETARY OF STATE  
ALLAHASSEE, FLORIDA

Capital Express™  
☒ Art. of Inc. File L.C.  
☐ Corp. Record Search  
☐ Ltd. Partnership File  
☐ Foreign Corp. File  
☐ ( ) Cert. Copy(s)  
  
☐ Art. of Amend. File  
☐ Dissolution/Withdrawal  
☐ C U S. 800001 720728  
☐ Fictitious Name File 02722795-01001-002  
\*\*\*\*346.25 \*\*\*\*346.25  
  
☐ Name Reservation  
☐ Annual Report/Reinstatement  
☐ Reg. Agent Service  
☐ Document Filing  
  
☐ Corporate Kit  
☐ Vehicle Search  
☐ Driving Record  
☐ Document Retrieval  
  
☐ UCC 1 or 3 File  
☐ UCC 11 Search  
☐ UCC 11 Retrieval  
☐ File No.'s, \_\_\_\_\_ Copies  
☐ Courier Service  
☐ Shipping/Handling  
☐ Phone ( )  
☐ Top Priority  
☐ Express Mail Prop.  
☐ FAX ( ) pgs.

## SUBTOTALS

FEE.....  
DISBURSED.....  
SURCHARGE.....  
TAX on corporate supplies.....  
SUBTOTAL.....  
PREPAID.....  
BALANCE DUE.....

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 15, 1996

CAPITAL CONNECTION, INC.  
P O BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: DHRL ASSOCIATES, L.C.  
Ref. Number: W96000003538

We have received your document for DHRL ASSOCIATES, L.C. and check(s) totaling \$346.25. However, your check(s) and document are being returned for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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 (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 096A00006741

*Corrected*  
*Thank-you, Pamela*  
RECEIVED  
96 FEB 19 PM 1:39  
DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION  
OF**

**DHRL ASSOCIATES, L.C.**

The undersigned, DAVID HARRISON, and RONALD LIPTON, as subscribers to these Articles of Organization, hereby present these Articles for the formation of a limited liability company under the provisions of Florida Statutes Chapter 608.

**ARTICLE I.  
NAME OF LIMITED LIABILITY COMPANY**

The name of the limited liability company shall be DHRL ASSOCIATES, L.C.

**ARTICLE II.  
TERM OF EXISTENCE**

The existence of this limited liability company shall commence upon the date of filing of these Articles of Organization with the Department of State, State of Florida, and shall terminate thirty (30) years thereafter or upon the earlier termination in accordance with these Articles of Organization or otherwise in accordance with the laws of the State of Florida.

**ARTICLE III.  
BUSINESS OF LIMITED LIABILITY COMPANY**

This limited liability company is organized for the purpose of transacting any and all lawful business, together with and in addition to those powers conferred by the laws of the State of Florida, and the principles of common law upon limited liability companies organized and existing under and by virtue of the laws of Florida.

**ARTICLE IV.  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business and initial registered office of the limited liability company shall be 1801 Pinellas Point Drive South, St. Petersburg, Florida, 33712, located in Pinellas County, Florida, but the limited liability company shall have the power to establish branch offices and other places of businesses at such other place or places within or without the State of Florida as may be determined and deemed expedient.

**FILED**

96 FEB 19 PM 3:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V. INITIAL REGISTERED AGENT**

The initial registered agent of the limited liability company shall be the following named person at the following address:

NAME OF REGISTERED AGENT:	DAVID HARRISON
ADDRESS OF REGISTERED AGENT:	1801 Pinellas Point Drive South St. Petersburg, Florida 33712

## **ARTICLE VI. CAPITAL CONTRIBUTION**

The initial capital contributed by each Member of the limited liability company shall be in accordance with the percentages stated below, which capital contribution shall not exceed the sum of \$1,000.00. Each member shall pay the costs of ownership, maintenance and administration of the limited liability company in the event that income to the limited liability company is not sufficient for such costs and expenses, as follows:

DAVID HARRISON	51%
RONALD LIPTON	49%

## **ARTICLE VII. MEMBERSHIP**

7.1 Initial Members: The initial members of the limited liability company shall be DAVID HARRISON and RONALD LIPTON.

7.2 Additional Members: Additional members may be admitted to the limited liability company, subject to the following terms, provisions, and conditions:

7.2.1 The admission of any additional members to the limited liability company shall be approved, in writing, by all current and existing members.

7.2.2 Any additional members shall contribute cash, or the equivalent thereof, or in an amount as shall be mutually agreed upon, in writing, by any such additional member and all existing members of the limited liability company.

7.3 Business Continuation: The remaining and surviving members shall have the right to continue the business of the limited liability company upon 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.

7.4 Unauthorized Acts of Members: A Member is specifically prohibited from entering into any of the following contracts or transactions:

7.4.1. A Member is prohibited from engaging in any act in contravention of this Agreement.

7.4.2. A Member is prohibited from engaging in any act which makes it impossible to carry on the ordinary business of the limited liability company.

7.4.3. A Member is prohibited from confessing a judgment against the limited liability company.

7.4.4. A Member is prohibited from possessing limited liability company property or assigning rights and specific partnership property for other than a limited liability company purpose.

7.4.5. A Member is prohibited from taking any action in the name of or on behalf of the limited liability company except by unanimous vote.

## **ARTICLE VIII. MANAGEMENT**

Management of the limited liability company is reserved to the members named below:

DAVID HARRISON 1801 Pinellas Point Drive South, St. Petersburg, FL 33712  
RONALD LIPTON 2831 Edwards Avenue South, St. Petersburg, FL 33705

## **ARTICLE IX TRANSFERABILITY**

No member may transfer or assign his interest in the limited liability company except upon unanimous consent of the existing members.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida, this 13 day of February, 1996.

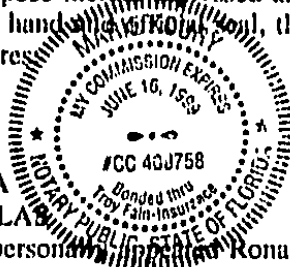
David Harrison  
BY: \_\_\_\_\_  
FOR: DAVID HARRISON

Edward P. Lipton  
BY: \_\_\_\_\_  
FOR: RONALD LIPTON

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE me personally appeared David Harrison, who [ ] is personally known to me, or [ ] has produced his driver's license as identification, to be the person described in and who has executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed and who did take an oath.

WITNESS my hand and official seal, this 13th day of February, 1996.  
My Commission Expires:



Marie Koury  
Notary Public

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE me personally appeared Ronald Lipton, who [ ] is personally known to me, or [ ] has produced her driver's license as identification, to be the person described in and who has executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purpose therein expressed and who did take an oath.

WITNESS my hand and official seal, this 13th day of February, 1996.  
My Commission Expires:



Marie Koury  
Notary Public

### ACCEPTANCE BY REGISTERED AGENT

The undersigned is familiar with, and hereby accepts, the appointment as and obligations of registered agent of DHRL ASSOCIATES, L.C. which is contained in the foregoing Articles of Organization.

Dated this 13 day of February, 1996.

*David Harrison*

DAVID HARRISON

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT  
of  
LIMITED LIABILITY COMPANY

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgements, personally appeared DAVID HARRISON who after being by me first duly sworn, declares and states the following matters pertaining to the Articles of Organization of DHRL ASSOCIATES, L.C., pursuant to Florida Statute 608.407(2):

1. DHRL ASSOCIATES, L.C. has two members which have each subscribed to the Articles of Organization, as named below:

DAVID HARRISON	1801 Pinellas Point Drive South, St. Petersburg, FL 33712
RONALD LIPTON	2831 Edwards Avenue South, St. Petersburg, FL 33705

2. That the total cash contributed by each member to DHRL ASSOCIATES, L.C., is stated below:

DAVID HARRISON	\$510.00
RONALD LIPTON	\$490.00

3. Neither member has contributed additional cash or property to DHRL ASSOCIATES, L.C. The cash contribution of each member was used and applied by DHRL ASSOCIATES, L.C., to form and operate the limited liability company. It is not anticipated that either member shall contribute additional cash or property to DHRL ASSOCIATES, L.C.; provided, however, that each member shall pay the costs of ownership, maintenance, and administration of the limited liability company in the event that income to the limited liability company is not sufficient for such costs and expenses, as follows:

DAVID HARRISON	51%
RONALD LIPTON	49%

EXECUTED this 13 day of February, 1996.

Witness: DAVID HARRISON

David Harrison  
DAVID HARRISON



STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE me personally appeared DAVID HARRISON who [ ] is personally known to me, or [ ] has produced his driver's license as identification, to be the person described in and who has executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed and who did take an oath.

WITNESS my hand and official seal, this 23<sup>rd</sup> day of February, 1996.  
My Commission Expires



Marie Koury  
Notary Public

AFFIDAVIT  
of  
LIMITED LIABILITY COMPANY

FILED

96 FEB 19 PM 3:33

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgements, personally appeared RONALD LIPTON, who after being by me first duly sworn, declares and states the following matters pertaining to the Articles of Organization of DHRL ASSOCIATES, L.C., pursuant to Florida Statute 608.407(2):

1. DHRL ASSOCIATES, L.C. has two members which have each subscribed to the Articles of Organization, as named below:

DAVID HARRISON	1801 Pinellas Point Drive South, St. Petersburg, FL 33712
RONALD LIPTON	2831 Edwards Avenue South, St. Petersburg, FL 33705

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DAVID HARRISON:	51%
RONALD LIPTON:	49%

EXECUTED this 13 day of February, 1996.

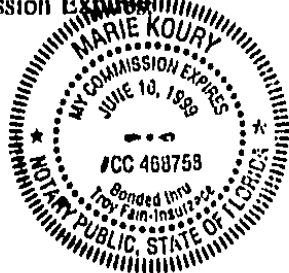
Therese Gamory  
Witness: THERESE GAMORY

Ronald Lipton  
RONALD LIPTON

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE me personally appeared Ronald Lipton who [ ] is personally known to me, or [ ] has produced his driver's license as identification, to be the person described in and who has executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed and who did take an oath.

WITNESS my hand and official seal, this 13th day of February, 1996.  
My Commission Expires



Marie Koury  
Notary Public