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Law Office of
Caruso & Swerbilow, P.A.



JOB TEAGUE CARUSO
FLORIDA BAR BOARD
CERTIFIED CIVIL TRIAL LAWYER



HOWARD M. SWERBILOW
FLORIDA BAR BOARD
CERTIFIED CRIMINAL TRIAL LAWYER

OF COUNSEL
JAMES EDWARD MOORE

OLDE BUILDING
800 EAST MERRITT ISLAND CAUSEWAY
SUITE 200
POST OFFICE BOX 541271
MERRITT ISLAND, FLORIDA 32954-1271

407/463-3880

FAX MACHINE NUMBERS:
407/463-0112

March 28, 1996

Division of Corporation
P.O. Box 6327
Tallahassee, FL. 32314

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-04/02/96--01042--001
***337.50 ***337.50

RE: Oaks of West Melbourne, L.C.
Articles of Organization

Dear Sir:

Enclosed herewith please find check number 2928 in the amount of \$337.50 for filing fee of \$285.00 plus \$52.50 for certified copy of the above captioned.

Please return certified copy to Howard M. Swerbilow, Esq., P.O. Box 541271, Merritt Island, FL. 32954-1271 at your earliest convenience.

Thank-you,


HOWARD M. SWERBILOW

HMS/sf
Enclosure, as stated

FILED
66 APR 16 PM 4:19
TALLAHASSEE, FLORIDA

w96-7473

SN APR - 8 1996





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 8, 1996

HOWARD M. SWERBILOW
P.O. BOX 541271
MERRITT ISLAND, FL 32954-1271

SUBJECT: OAKS OF WEST MELBOURNE L.C.
Ref. Number: W96000007473

We have received your document for OAKS OF WEST MELBOURNE L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE DOCUMENT MUST CONTAIN WRITTEN ACCEPTANCE BY THE REGISTERED AGENT, AND THE REGISTERED AGENT'S SIGNATURE. PLEASE COMPLETE THE ATTACHED FORM IN ORDER TO FILE THE DOCUMENT.,

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 696A00015856

ARTICLES OF ORGANIZATION

OF

OAKS OF WEST MELBOURNE L.C.

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 Oaks of West Melbourne, L.C., and its principal office shall be located at 129 West Hibiscus Blvd., #A, in the City of Melbourne, County of Brevard, 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 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 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

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Angela C. Braich
Fred D. Boozer, Jr.
James H.P. Boozer, II
Otto Sam Boozer

129 W. Hibiscus Blvd., Suite A
Melbourne, Florida 32901

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 to the limited liability company.

A new 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 balance.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1.00 cash shall be paid to the limited liability company by the four (4) 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

DURATION

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


ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 129 West Hibiscus Blvd., Suite A, City of Melbourne, County of Brevard, State of Florida, and the name of the company's initial registered agent at that address is Fred D. Boozer, Jr.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Oaks of West Melbourne, L.C.

Executed by the undersigned at Melbourne, Florida on this 28th day of June, 1996.



Fred D. Boozer, Jr.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

STATE OF FLORIDA
COUNTY OF BREVARD

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of Oaks of West Melbourne 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 \$4.00.

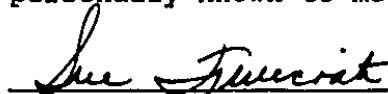
3. If any, the agreed value of property other than cash contributed by the members is \$57,000.. A description of the property is attached as Exhibit "A" and made a part of this affidavit.

4. The total amount of cash or property anticipated to be contributed by the members is \$57,004.. This total includes the amounts from 2 and 3 above.

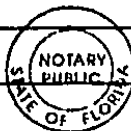


Fred D. Boozer, Jr.

The foregoing instrument was acknowledged before me this 28th day of March, 1996, by Fred D. Boozer, Jr., on behalf of Oaks of West Melbourne, L.C. a limited liability company. He is personally known to me and who did take an oath.


Notary Public

Printed Name
My Commission Expires:



SUE FIVECOATE
My Comm Exp. 10/17/96
Bonded By Service Ins
No. CC232801
☒ Personally Known ☐ Other I.D.

EXHIBIT "A"

LEGAL DESCRIPTION SAID PROPERTY:

THAT PORTION OF THE EAST 1/2 OF THE SOUTH 1/2 OF LOT 30, INDIAN RIVER LAND COMPANY SUBDIVISION, ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK 1, PAGE 164, OF THE PUBLIC RECORDS OF BREVARD COUNTY, FLORIDA, WHICH LIES SOUTH OF THE M-1 CANAL RIGHT OF WAY, LESS ROAD RIGHT OF WAY; SAID PROPERTY BEING LOCATED IN SECTION 5, TOWNSHIP 28 SOUTH, RANGE 37 EAST, BREVARD COUNTY, FLORIDA.

PROJECT NAME: THE OAKS OF WEST MELBOURNE

CENSUS TRACT # : 647

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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: OAKS OF WEST MELBOURNE L.C.

2. The name and address of the registered agent and office is:

FRED D. BOOZER JR.
(Name)
129 W. Hibiscus Blvd. Ste. A
(P.O. Box not acceptable)
Melbourne FL 32901
(City/State/Zip)

FILED
05 APR 16 PM 4:19
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.

Sam Bork

(Signature)

4/12/96

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent