

L98000000469



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 775373 9921A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 9, 1998

ORDER TIME : 10:01 AM

ORDER NO. : 775373-005

CUSTOMER NO: 9921A

CUSTOMER: Thomas Sherman, Esq  
SHERMAN & CASTRO

218 Almeria Avenue

Coral Gables, FL 33134

600002483926-2  
-04/09/98-01049-019  
\*\*\*\*\*337.50 \*\*\*\*\*337.50

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DOMESTIC FILING

NAME: OCALA SPRINGS SHOPPING  
CENTER, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	XX
Availability	1/9/98
Document	CERTIFIED COPY
Examiner	PLAIN STAMPED COPY
	CERTIFICATE OF GOOD STANDING
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

BM

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W980000007989



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 9, 1998

CASSANDRA BRYANT  
CSC  
TALLAHASSEE, FL 32301

SUBJECT: OCALA SPRINGS SHOPPING CENTER, L.C.  
Ref. Number: W98000007989

We have received your document for OCALA SPRINGS SHOPPING CENTER, 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 both the street address of the principal office and the mailing address of the limited liability company.

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 and a description 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 (850) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 898A00018935

**RESUBMIT**  
Please give original  
submission date as file date.

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ARTICLES OF ORGANIZATION

FOR

OCALA SPRINGS SHOPPING CENTER, L.C.

A Florida Limited Liability Company (FS Section 608.401)

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The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be **OCALA SPRINGS SHOPPING CENTER, L.C.** The mailing address of the company shall be 1901 W. Cypress Creek Rd., #415, Ft. Lauderdale, Florida 33309.

2. Duration/Continuation. The period of this company's duration shall be perpetual, at which time the company shall be dissolved, unless earlier terminated by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, except, in such event, the business of the company may be continued by the consent of the required members, as set forth in the Regulations of this Company, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

3. Purposes. The purposes for which this company is being formed are the following:

(a) to engage in any activities or business permitted for this company under the laws in the State of Florida.

4. Registered Agent and Office. The name and address of the initial registered agent and office for this company is as follows:

Stephen A. Chetek  
Chetek Investments, Inc  
1901 W. Cypress Creek Rd., #415  
Ft. Lauderdale, Florida 33309

5. Admission of Additional Members; and Terms and Conditions of such Admissions: Additional Members may be admitted upon the approval of one hundred (100%) per cent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of this Company.

6. Management of Company.

The business of the Company shall be managed by Manager(s) who shall be elected annually by the members of the company in the manner prescribed by and provided in the regulations of the company. Such Managers shall also hold the offices and have the responsibilities accorded to them by the Members and more particularly described in the Regulations entered into between the Members and such Manager(s).

The name(s) and address(es) of the Managers are as follows:

Name	Address
JAMES STRINGER	James Stringer Realty 2780 S.W. 37th Avenue #301 Miami, Florida 33133

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STEPHEN A. CHETEK

Chetek Investments, Inc  
1901 W. Cypress Creek Road  
#415  
Ft. Lauderdale, Fla 33309

PHIL COHEN

P.C. Financial Corp  
400 Central Avenue  
#240  
Northfield, IL 60093

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Such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are elected and qualify.

7. Amendment of Regulations. The powers to adopt, alter, amend or repeal the Regulations of this company shall be vested in the Members of the company.

8. Authorized Representative.

The name and address of the Authorized Representative of all the Members executing these Articles of Organization are as follows:

Name

Address

Stephen A. Chetek

Chetek Investments, Inc  
1901 W. Cypress Creek Road  
#415  
Ft. Lauderdale, Fl 33309

9. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the state of Florida containing such

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terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

10. Regulations of Company. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the members, and the Members may prescribe in any Regulation made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

11. Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be

entitled to vote upon such action at a meeting and filed with the Manager(s) of the Company as part of its records.

12. Contracting Debt. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf

of this company except by a Manager, and any instrument document, providing for the acquisition, mortgage or disposition of property of this limited liability company shall be valid and binding upon the company if executed by one or more of the managers of the company.

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13. Transferability of member's Interest. An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Regulations. However, if all of the remaining Members of this company do not approve of such proposed transfer of assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and in return of contributions to which that Member's otherwise would be entitled.

14. Withdrawal or Reduction of Member's Contributions to Capital.

1. A Member shall not receive out of the Company property any part of his or its contribution to capital until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

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(b) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,

(c) these articles of organization are canceled or so amended as to set out the withdrawal reduction.

2. A Member shall be entitled to the return of his or its contribution on the manner provided for in the Regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 7 day of April, 1998.

James Stringer  
Signator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared James Stringer, who is personally known to me, and to me known to be the person who executed the foregoing Articles of Organization and he acknowledged to me and before me that he executed such instrument.

7 IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of April 1998.


Yoana M. Pelaez  
Notary Public, State of Florida



YOANA M PELAEZ  
My Comm. Exp. 6/05/99  
Bonded By Service Ins  
No. CC469094  
☒ Personally Known ☐ Other I.D.



I hereby accept appointment as Registered Agent of OCALA SPRINGS  
SHOPPING CENTER, L.C.

  
\_\_\_\_\_  
Registered Agent

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AFFIDAVIT REGARDING FORMATION OF OCALA SPRINGS  
SHOPPING CENTER, L.C., A FLORIDA LIMITED LIABILITY COMPANY

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared  
JAMES STRINGER, who after being duly sworn, stated as follows:

1. Affiant is a Member and Manager of Ocala Springs Shopping  
Center, L.C.. [The Company].

2. Affiant has personal knowledge that the Company has at  
least two (2) Members.

3. The Members have to date contributed \$40,000.00 to the  
Company, and it is anticipated that the Members shall contribute an  
additional \$185,000.00 to the Company, for a total contribution  
of \$225,000.00. There shall be no contribution of any property  
other than cash.

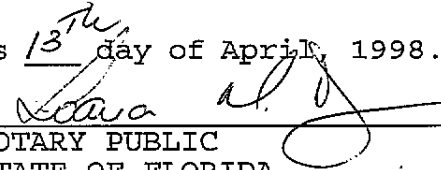
FURTHER AFFIANT SAYETH NAUGHT.

  
JAMES STRINGER

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared,  
JAMES STRINGER, who is personally known to me to be the person  
described in and who executed the foregoing instrument and  
acknowledged to an before me that he executed said instrument for  
the purpose therein expressed.

WITNESS my hand and official seal this 13<sup>th</sup> day of April, 1998.

  
NOTARY PUBLIC  
STATE OF FLORIDA

My Commission Expires:



YOANAM PELAEZ  
My Comm Exp. 6/05/99  
Bonded By Service Ins  
No. CC469094  
☒ Personally Known ☐ Other I.D.