

L98000001204

W/L



ACCOUNT NO. : 072100000032

REFERENCE : 903676 102967A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
98 JUL 21 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : July 24, 1998

ORDER TIME : 11:45 AM

ORDER NO. : 903676-005

CUSTOMER NO: 102967A

CUSTOMER: W. Terence Jones, Esq  
MASELAN JONES & STANZLER, P.G.

50 Milk Street

Boston, MA 02109

*Originally  
Created  
7/21/98*

DOMESTIC FILING

NAME: BARRINGTON INVESTMENT  
COMPANY, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION OF LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: 600002598276--4

-07/24/98--01095--006  
\*\*\*\*\*285.00 \*\*\*\*\*285.00

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: 600002598276--4  
-07/24/98--011095--007  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

|             |           |
|-------------|-----------|
| Name        | Available |
| Do          | Exa       |
| Updater     | Verifier  |
| Acknowledge | Verifier  |

*Handwritten notes:*  
- 7/24/98  
- 30 days  
- FULLC  
- 7/24

FILED 250.00  
COPY 8.75  
R. AGENT 38.00  
TOTAL 293.75  
BALANCE DUE \$  
REFUND \$

MASELAN JONES & STANZLER, P.C.

ATTORNEYS AT LAW  
50 MILK STREET  
BOSTON, MASSACHUSETTS 02109  
(617) 451-1500  
FAX (617) 451-5174

COUNSEL  
LUCIEN P. GAUTHIER, P.C.

July 23, 1998

Brenda Tadlock  
Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

RE: Barrington Investment Company, LLC

Dear Brenda:

The purpose of this letter is to confirm the conversation we had Wednesday July 22, 1998 regarding Barrington Investment Company, LLC. Enclosed are the Articles of Organization for Barrington Investment Company, LLC and a check for \$285.00 to cover the filing fee. As discussed we will <sup>(amend)</sup> refile the Articles of Organization with the name Barrington Investment Company, LLC and agree to change the name to Barrington Investment Management, LLC within thirty (30) days after the documents have been filed. Thank you for your help with this matter. If you have any questions or need anything further please do not hesitate to call.

Sincerely,

MASELAN JONES & STANZLER, P.C.

  
W. Terence Jones

Enclosures



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

July 21, 1998

ELLEN H. HEISING  
MASELAN & JONES, P.C.  
50 MILK STREET  
BOSTON, MA 02109

SUBJECT: BARRINGTON INVESTMENT COMPANY, LLC  
Ref. Number: W98000016545

We have received your document for BARRINGTON INVESTMENT COMPANY, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "COMPANY." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 698A00038603

MASELAN & JONES, P.C.

ATTORNEYS AT LAW  
50 MILK STREET  
BOSTON, MASSACHUSETTS 02109

(617) 451-1500  
FAX (617) 451-5174

COUNSEL  
LUCIEN P. GAUTHIER, P.C.

July 16, 1998

BY FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

700002593647--0  
-07/21/98--01012--005  
\*\*\*\*285.00 \*\*\*\*285.00

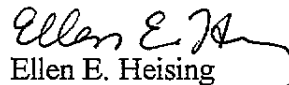
RE: Limited Liability Company Filing

Dear Sir/Madam:

Enclosed please find signed Articles of Organization, Certificate of Designation of Registered Agent, and check in the amount of \$285.00 all with respect to the filing for Barrington Investment Company, LLC.

Sincerely,

MASELAN JONES & STANZLER, P.C.

  
Ellen E. Heising

Enclosure

198-16545

|                 |
|-----------------|
| Name            |
| Availability    |
| Document        |
| Examiner        |
| Updater         |
| Updater         |
| Verifier        |
| Acknowledgement |
| W. P. Verifier  |

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

Barrington Investment Company, LLC

## ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

c/o Charles Wayne Properties      Attn: Jon E. Rose  
2300 Maitland Center Parkway  
Suite 306  
Maitland, FL 32751

## ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual unless earlier terminated by: (a) sale/disposition of substantially all Company assets, (b) written consent of all members, (c) death, disability, resignation or bankruptcy of Managing Member without majority Member vote to continue, or (d) entry of decree of judicial dissolution.

## ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Alan L. Stanzler  
15 Beaver Pond Road  
Lincoln, MA 01773

## ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Cannot admit new Member/transfer member's interest without unanimous consent of existing Members except for gifts to a Member's immediate family.

FILED  
98 JUL 21 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE VI - Members Rights to Continue Business:

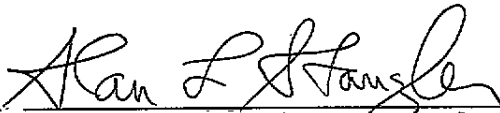
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

unrestricted except that if such terminating Member is the Managing Member than the Company's existence shall continue only if, within ninety (90) days following such terminating event, a majority in interests of remaining Members votes to continue existence.

#### ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of \_\_\_\_\_  
Barrington Investment Company, LLC certifies:

- 1) the above named limited liability company has at least <sup>one</sup>~~two~~ member~~s~~;
- 2) the total amount of cash contributed by the member(s) is \$ 50,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -;  
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 50,000.



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Alan L. Stanzler

Typed or printed name of signer

**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 SUBMITS THE FOLLOWING STATEMENT TO  
DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

FILED  
JUL 21 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is: \_\_\_\_\_

Barrington Investment Company, LLC

2. The name and the Florida street address of the registered agent are:

Jon E. Rose

NAME

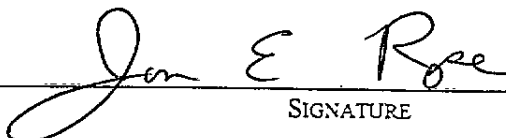
c/o Charles Wayne Properties 2300 Maitland Center Parkway

Florida street address (P. O. Box NOT ACCEPTABLE)

Suite 306 Maitland FL 32751

CITY, STATE AND ZIP

*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.*



SIGNATURE

**Filing Fee: \$ 35 for Designation of Registered Agent**