



THE UNITED STATES
CORPORATION
COMPANY

L98000001432

ACCOUNT NO. : 072100000032

REFERENCE : 907335 8941A

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 337.50

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 AUG 11 AM 10:11

ORDER DATE : July 28, 1998

ORDER TIME : 12:31 PM

ORDER NO. : 907335-010

800002600778--3

CUSTOMER NO: 8941A

CUSTOMER: Bruce D. Green, Esq
BRUCE D. GREEN, ESQ

Suite 400
600 South Andrews Avenue
Ft. Lauderdale, FL 33301

(8) COUNTING
PAGE

DOMESTIC FILING

NAME:

ASSOCIATED CHARTERS, INC. LLC TO BE IN W/ BRTBY

EFFECTIVE DATE:

8/11

File
2nd

XX ARTICLES OF ORGANIZATION

 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

 PLAIN STAMPED COPY

 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

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July 13, 1998

Florida Department of State
Division of Corporations

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Re: ASSOCIATED CHARTERS, INC.


To Whom It May Concern:

Please accept this letter as notice of relinquishment of the above referenced corporate name, ASSOCIATED CHARTERS, INC. Articles of Dissolution of the corporation have recently been filed.

In light of the relinquishment of the corporate name referenced above, please accept this letter as acknowledgment and authorization to ASSOCIATED CHARTERS L.L.C. for the use of the name.

Thank you for your assistance in this regard.

ASSOCIATED CHARTERS, INC.

BY: 
Authorized Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
AND
ARTICLES OF ORGANIZATION
OF
ASSOCIATED CHARTERS, L.C.

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THE UNDERSIGNED hereby certifies, in accordance with the provisions of §608.407, Fla. Stats., that a limited liability company has been formed under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

Name: The name of the limited liability company shall be ASSOCIATED CHARTERS, L.C., and its principal place of business shall be 1710 West Cypress Creek Road, Fort Lauderdale, Florida 33309 and it shall have the power and authority to establish branch offices at such place or places as may be designated by the member(s).

ARTICLE II

Purposes and Powers: The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

A. To engage in any activity or business authorized under the Florida Statutes.

B. 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 herein set forth to the same extent as a natural person might or could do.

C. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, 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 the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

D. 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 thereof, and to perform and carry out, assign, cancel or rescind any of such contracts.

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E. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated herein 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 such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property or commercial interest thereof and to aid, assist or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of a limited liability company's for profit.

F. 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 herein set forth, 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.

G. 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 in reference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained 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 the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

Capital Contributions: the above named limited liability company has at least one (1) member. The total amount of cash contributed by the member(s) is \$1,000.00. No property other than cash has been contributed. The total amount of cash and property contributed and anticipated to be contributed by member(s) is \$35,000.00. Additional contributions shall be made as required for investment purposes, as determined by unanimous consent of the member(s). Member(s) will make contributions in equal shares.

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ARTICLE IV

Profits and Losses:

A. Sharing of Profits. The member(s) 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, the month and day of such commencement date being August 1, 1998.

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 such sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE V

Limited Liability Company Powers: All limited liability company powers shall be exercised by or under the authority of, and the business and the affairs of this limited liability company shall be managed under the direction of the following managers of this limited liability company whose name and address are:

Bruce Green

600 South Andrews Avenue, Suite 400
Ft. Lauderdale, FL 33301

This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the member(s) of the limited liability company.

ARTICLE VI

Duration: This limited liability company shall exist until December 31, 2022, or until dissolved in the manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

Principal Place of Business: The principal office of this limited liability company shall be located at 1710 West Cypress Creek Road, Ft. Lauderdale, FL 33309. This is also the company's mailing address.

ARTICLE VIII

Management: This limited liability company shall be managed by two (2) managers. The names and addresses of the persons who shall serve as such until the first annual meeting of members, or until their successor is elected and qualified is:

Bruce Green

600 South Andrews Avenue, Suite 400
Ft. Lauderdale, FL 33301

ARTICLE IX

Initial Registered Office and Registered Agent: The address of the initial registered office of the limited liability company is 600 South Andrews Avenue, Ft. Lauderdale, Florida 33301, and the name of its initial registered agent at such address is Bruce Green.

ARTICLE X

Restrictions on Membership: Members shall have the right to admit new members by unanimous consent. Contributions required of the new members shall be determined as of the time of admission to the limited liability company.

A members interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of (all or less than all) members.

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 in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed articles of organization of **ASSOCIATED CHARTERS, L.C.**

DATED at Fort Lauderdale, Broward County, Florida, this 11 day of August, 1998.



Bruce Green

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A F F I D A V I T

STATE OF FLORIDA :

ss.

COUNTY OF BROWARD :

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BEFORE ME, the undersigned authority, personally appeared Bruce Green, to me personally known as the person described in and who subscribed to the above and foregoing Articles of Organization, who being by me first duly sworn and cautioned, deposes and otherwise states: That he has read the same, knows and understands the contents thereof, and that he executed the same as his free act and deed for the purposes therein set forth and expressed.

SWORN TO AND SUBSCRIBED before me in the State and County aforesaid this 11 day of August, 1998.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

☒ Personally known

☐ Photographic I.D.

Type: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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IN COMPLIANCE with §608.415, Florida statutes, the following is submitted:

THAT, ASSOCIATED CHARTERS, L.C., under the Laws of the State of Florida, with its initial principle office at 600 South Andrews Avenue, Suit 400, Ft. Lauderdale, FL 33301, as indicated in the Articles of Organization, has named Bruce Green, located at 600 South Andrews Avenue, suite 400, Ft. Lauderdale, FL 33301 as its Agent to accept Service of Process within the State of Florida.

DATED this 16 day of August, 1998.

MEMBERS PER AND OF
ARTICLES OF ORGANIZATION:

By: 

Having been named to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes pertaining to the proper and complete performance of my duties.

DESIGNATION ACCEPTED:

By: 

Bruce Green