

98000001751

Law Offices of  
DEAN L. WILLBUR, JR., P.A.

1100 North Olive Avenue  
West Palm Beach, Florida  
33401

Telephone  
(561) 832-7773

00524 - organization - not corporation

Facsimile  
(561) 832-7994

00789-01130-01126-01128-02596-00671

August 13, 1998

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-05/11/98--01063--004  
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Department of Corporations  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-08/24/98--01094--003  
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RE: Willbur & Montesino, P.L.

400002623194--0  
-08/24/98--01094--004  
\*\*\*\*\*107.49 \*\*\*\*\*107.49

Dear Ms. Baden,

Please find enclosed again my Articles of Incorporation for Willbur & Montesino, P.L. and the required filing fees for the filing of this corporation. This is a Professional Limited Liability Company pursuant to Florida Statue 621.12(2) a copy of which I have enclosed for your review.

If you have any questions concerning this file please contact my office at your convenience.

Sincerely,

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Dean L. Willbur, Jr.

Dean L. Willbur, Jr.

DLW:sih  
Enclosures

W98-11256  
W98-19494

Name	mtt
Availability	mtt
Document Examiner	mtt
Updater	mtt
Updater	mtt
Verifier	mtt
Acknowledgement	mtt
W. P. Verifier	mtt

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP - 8 AM 10:05



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 26, 1998

DEAN L. WILLBUR, JR.  
1100 NORTH OLIVE AVE.  
WEST PALM BEACH, FL 33401

SUBJECT: WILLBUR & MONTESINO, P.L.  
Ref. Number: W98000019494

We have received your document for WILLBUR & MONTESINO, P.L. and your check(s) totaling \$214.98. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

There is a balance due of \$70.02.

Throughout the application you refer to the company as a corporation. This type of entity is a limited liability company. Please correct your document throughout. The articles should be titled "Articles of Organization" not "Articles of Incorporation".

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

The specific purpose of the entity must be set forth in 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 (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 698A00044198

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# ARTICLES OF ORGANIZATION

OF

**WILLBUR & MONTESINO, P.L.**

A Professional Limited Liability Company

THE UNDERSIGNED, for the purpose of forming a **professional limited liability company** pursuant to Chapter 607, 608 and Chapter 621 of the laws of the State of Florida, do hereby adopt the following Articles of Organization.

## ARTICLE ONE

The name of the company shall be (Florida Statute 621.12(2)):

**WILLBUR & MONTESINO, P.L.**

## ARTICLE TWO

The principal place of business and mailing address of this company shall be:

1100 North Olive Avenue  
West Palm Beach, Florida 33401

## ARTICLE THREE

This Company shall exist in perpetuity commencing on the date of the filing of these Articles of Organization by the Secretary of State.

## ARTICLE FOUR

This company is formed for the specific purpose of acting as a limited liability company for allowing professional associations comprised of attorneys to provide legal services to the public; and furthermore to engage in the transaction of any and all business permitted under the laws of the United States and the State of Florida.

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## **ARTICLE FIVE**

The management of this Professional limited Liability Company will be reserved for its members only whose names and addresses are listed below:

DEAN L. WILLBUR, JR. of  
DEAN L. WILLBUR, JR., P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

SAMUEL J. MONTESINO of  
SAMUEL J. MONTESINO, P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

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## **ARTICLE SIX**

The aggregate number of shares which this company is authorized to issue shall be FIVE THOUSAND. Such share shall be of a single class and shall have a par value of ONE DOLLAR per share, which shall be designated "Common Shares".

## **ARTICLE SEVEN**

The holders of record of the Common Shares shall be entitled to cash dividends when and as declared by the Board of Directors in the resolution authorizing such cash dividends.

## **ARTICLE EIGHT**

The street address of the initial registered office, principal office, and mailing address of this company is 1100 North Olive Avenue, West Palm Beach, Florida 33401. The name of the initial registered agent of this company is DEAN L. WILLBUR, JR.

## ARTICLE NINE

The number of directors constituting the initial Board of Directors of this company shall be two. The number of directors may be increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the persons who are to serve as the initial Board of Directors are:

DEAN L. WILLBUR, JR. of  
DEAN L. WILLBUR, JR., P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

SAMUEL J. MONTESINO, of  
SAMUEL J. MONTESINO, P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

## ARTICLE TEN

The names and addresses of the organizers are:

DEAN L. WILLBUR, JR. of  
DEAN L. WILLBUR, JR., P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

SAMUEL J. MONTESINO of  
SAMUEL J. MONTESINO, P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

## ARTICLE ELEVEN

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

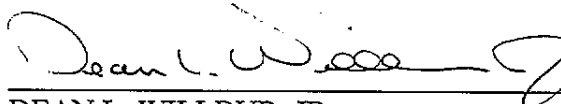
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## ARTICLE TWELVE

The affirmative vote of two-thirds of the shares of this company, represented at a meeting at which a quorum is present, shall be required to amend these Articles of Organization so as to increase or decrease the authorized number of shares, or change the designations, preferences, qualifications, limitations and restrictions; or to merge or consolidate the company with or into any other company; or to sell, lease, or convey all or substantially all of the assets of the company, or voluntarily to dissolve, liquidate, or wind up its affairs.

## ARTICLE THIRTEEN

This company will indemnify any person who was or is a party or is threatened to be made a party to any suit or proceeding by reason of the fact that he is or was a director or officer of the company, against any and all expenses, judgments, and amounts paid in settlement incurred by her in connection with such action, suit or proceedings, except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties.

  
DEAN L. WILLBUR, JR.

  
SAMUEL J. MONTESINO

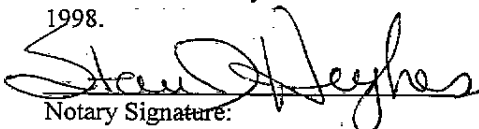
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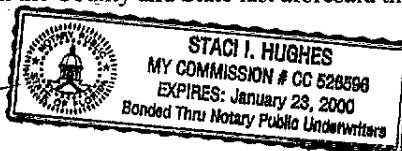
STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DEAN L. WILLBUR, JR. and SAMUEL J. MONTESINO known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above named person: \_\_\_\_\_ KNOWN PERSONALLY \_\_\_\_\_ and that an oath (was)(was not) taken.

Witness my hand and official seal in the County and State last aforesaid this 1<sup>st</sup> day of September

1998.

  
Notary Signature:



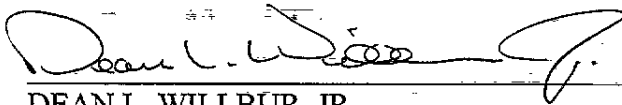
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607, 608.415, 608.507 and 621.12(2), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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 **WILLBUR & MONTESINO, P.L.**
2. The name and address of the registered agent and office is:

Dean L. Willbur, Jr., P.A.  
1100 North Olive Avenue  
West Palm Beach, Florida 33401

*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 at 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.*



DEAN L. WILLBUR, JR.

8-13-98

Date

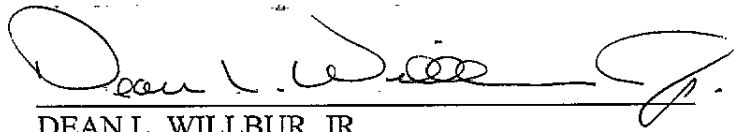
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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

That I, DEAN L. WILLBUR, JR., the undersigned member or authorized representative of a member of WILLBUR & MONTESINO, P.L., deposes and says:

1. The above named limited company has at least two members.
2. The total amount of cash contributions by the members(s) is \$ 5,000.00
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. \$ -0-
4. The amount of cash or property anticipated to be contributed by member(s) is. \$ -0-
5. The total amounts of 2, 3, and 4 is. \$ 5,000.00

I have read the foregoing and do swear that the facts contained herein are true and correct.

  
DEAN L. WILLBUR, JR.

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