

L98000002009

Green Leaf Designs, L.L.C.

1120C Parkside Green

West Palm Beach, Florida 33415

Telephone (561) 478-4591 □ Facsimile (561) 478-4496

September 24, 1998

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****285.00 ****285.00

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Green Leaf Designs, L.L.C.

Dear Sir or Madam,

Enclosed for filing is an original and one copy of the Articles of Organization, an original and one copy of the Affidavit of Membership and Contribution and an original and one copy of the Certificate of Designation and Acceptance of Registered Agent for Green Leaf Designs, L.L.C.

A check in the amount of \$285 is enclosed to cover the \$250 Filing Fee and \$35 Registered Agent Fee.

Respectfully,

Mary Gay-Elfreth
Mary Gay-Elfreth

Name	<i>MGE</i>
Availability	<i>MGE</i>
Document Examiner	<i>MGE</i>
Updater	<i>MGE</i>
Updater Verifier	<i>MGE</i>
Acknowledgement	<i>MGE</i>
W. P. Verifier	<i>MGE</i>

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ARTICLES OF ORGANIZATION

FOR

GREEN LEAF DESIGNS, L.L.C.

The undersigned subscribing members to these Articles of Organization, hereby form a Limited Liability Company ("LLC") under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Limited Liability Company is Green Leaf Designs, L.L.C.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

The Limited Liability Company shall exist for twenty-five (25) years from date of filing hereof unless sooner terminated as provided herein. Existence shall commence upon the date of subscription and acknowledgment hereof.

ARTICLE III

PURPOSE

This Limited Liability Company is organized for the purposes of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Limited Liability Company's principal office is 1120C Parkside Green, West Palm Beach, Florida 33415.

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ARTICLE V

INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation is Mary Gay-Elfreth, 1120C Parkside Green, West Palm Beach, Florida 33415.

ARTICLE VI

CAPITAL

The capital of the Limited Liability Company is \$1,000 which shall be paid entirely in cash. There is no requirement or agreement for additional capital contributions.

ARTICLE VII

ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by unanimous written consent of the existing members. Capital contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A Member's interest in the Limited Liability Company may not be sold or otherwise transferred except upon the unanimous written consent of the Members of the Limited Liability Company.

ARTICLE VIII

MEMBER'S RIGHTS TO CONTINUE BUSINESS

The Limited Liability Company shall be dissolved upon the death, bankruptcy, retirement, resignation, expulsion, or dissolution of any Member or the occurrence of any other event which terminates the continued membership of a member; provided, however,

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that all the remaining Members may consent to the continuance of the Limited Liability Company's business notwithstanding the death, bankruptcy, retirement, resignation, expulsion, or dissolution of any Member or the occurrence of any other event which terminates the continued membership of a Member. The Limited Liability Company shall be dissolved upon the unanimous written consent of the Members of the Limited Liability Company.

ARTICLE IX

DISSOLUTION: WINDING UP: LIQUIDATION

A. Dissolution. The Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Termination of the term specified herein.
2. Withdrawal, retirement, death or expulsion of any Member.
3. Dissolution of any Member who is an entity.
4. Agreement of the Members.

B. Right to Continue Business. The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by Notice by any two Members of the remaining Members within thirty (30) days after the dissolution described in Subsection A of this Article.

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ARTICLE X

MANAGEMENT

The Limited Liability Company shall be managed by its members whose respective names and addresses are listed below:

Mary Gay-Elfreh
1120C Parkside Green
West Palm Beach, Florida 3340¹⁵

Fern Finnerty
18266 Jupiter Landings Drive
Jupiter, Florida 33458

Paula Boots
18266 Jupiter Landings Drive
Jupiter, Florida 33458

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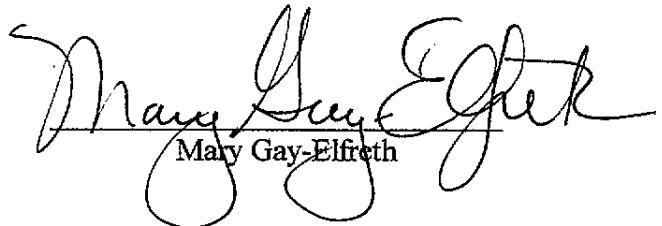
The Managing Members of the Limited Liability Company shall be Mary Gay-Elfreh, Fern Finnerty and Paula Boots.

ARTICLE XI

RESTRICTION OF TRANSFER

No Member may transfer or assign her interest in the Limited Liability Company except upon unanimous written consent of the existing members.

IN WITNESS WHEREOF, the undersigned subscribing Managing Member has executed these Articles of Organization effective the 23RD day of September, 1998.

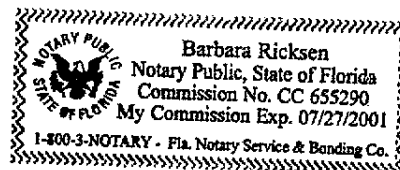

Mary Gay-Elfreh

STATE OF FLORIDA)
 : ss.:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 23rd day of September, 1998 by Mary Gay-Elfreth as attorney-in-fact of Green Leaf Designs, L.L.C. who is personally known to me and did not take an oath.

Barbara Rickson
Notary Public

(Seal)




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IN WITNESS WHEREOF, the undersigned, being the initial members of the Limited Liability Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, have executed these Articles of Organization, this 23RD day of September, 1998.


Mary Gay-Elfreth, Member


Fern Finnerty, Member

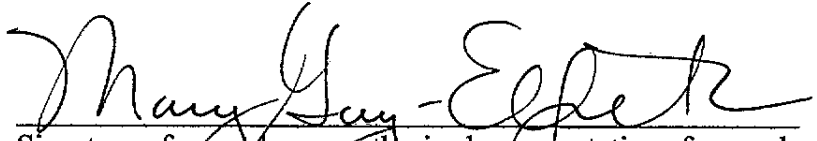

Paula Boots, Member

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Green Leaf Designs, L.L.C. (the "Limited Liability Company") deposes and says:

- (1) the Limited Liability Company has at least two members
- (2) the total amount of cash contributed by the members is \$1,000
- (3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0
A description of the property is attached and made a part hereof.
- (4) the amount of cash or property anticipated to be contributed by members is \$1,000
This total includes amounts from 2 and 3 above.

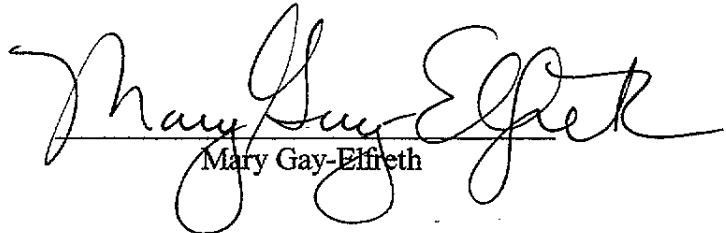

Signature of a member or authorized representative of a member.
Mary Gay-Elfreth

(In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit of Membership and Contributions constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT

Green Leaf Designs, L.L.C., a Florida Limited Liability Company, desiring to organize as a Limited Liability Company pursuant to Florida Statutes, with its registered office as indicated in the Articles of Organization in the City of West Palm Beach, County of Palm Beach, State of Florida, has named Mary Gay-Elfreth, located at 1120C Parkside Green, West Palm Beach, Florida 33415, as its registered agent within the State.

Having been named registered agent for the above-stated Limited Liability Company at place designated hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.


Mary Gay-Elfreth

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