

L98000002012

Cantor Designs on Granite

Requestor's Name

and Marble, L.L.C.
523 West 19th Street

Address

Orlando, FL 32805

City/State/Zip

Phone #

700002650007--7

-09/28/98-01066-021

****285.00 ****285.00

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Name Availability	MAH
Document Examiner	MAH
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Acknowledgement	MAH
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Examiner's Initials

**ARTICLES OF ORGANIZATION
for a Florida Limited Liability Company**

Article I- Name

The name of the limited liability company is:

CANTOR DESIGNS ON GRANITE AND MARBLE, L.L.C.

Article II - Address

The Principal Office for mailing and operations of the Limited Liability Company is:

**CANTOR DESIGNS on Granite and Marble, L.L.C.
523 West 19th. Street
Orlando, Florida 32805**

Article III - Duration

The period of duration of the Limited Liability Company shall be: 30 years, starting from September 21st., 1998 and will be dissolved on September the 20th., 2028.

Article IV - Name and Address of Registered Agent

The registered agent shall be Mr. Leland F. Nichols - Member-Manager and the address shall be:

523 West 19th. Street, Orlando, Florida 32805

Article V - Management

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Mr. Leland F. Nichols - 4651 Oak Haven Dr.-101, Orlando, Florida 32839-3187

Mr. Juan Ramon Cevallos - 5225 Cinder Lane Parkway - Apt. 169, Orlando, Florida 32808

Mr. Gerson Efren Cevallos - 4985 Cason Cove Dr. - Apt. 314, Orlando, Florida 32811

The management functions, obligations and responsibilities of the Members-Managers shall be described in the Operating Agreement as approved by all the Members.

Article VI - Members Rights to Continue Business

The remaining members have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence on any other event which terminates the continued membership of a member in the Limited Liability Company upon the majority vote of the remaining members.

Article VII - Admission of Additional Members

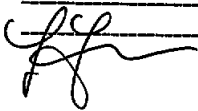
The remaining members may admit additional members upon the vote of all the remaining members consenting to the admission of the additional member.

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Article VIII - Contribution of Initial Members

- 7.1 Mr. Juan Ramon Cevallos shall contribute the amount of \$ 20,000.00 (Twenty thousand 00/100 dollars) for 40% (Forty percent) membership interest in the Limited Liability Company. Mr. Juan Ramon Cevallos is committed to contribute his relative share as follows:
- a) Property valued at \$7,165.00 dollars which consists of equipment, tools and a Cargo Van (description attached) contributed on September 21st. 1998.
 - b) \$ 3,000.00 dollars in cash to be contributed by October 30th., 1998.
 - c) \$ 1,500.00 dollars in cash to be contributed by the end of each month from November, 1998 to April 1999. (6 Months X \$1,500.00 = \$9, 000.00)
 - d) \$ 835.00 dollars in cash to be contributed by May 30, 1999.
- 7.2 Mr. Leland F. Nichols shall contribute the amount of \$ 15,000.00 (Fifteen thousand 00/100 dollars) for 30% (Thirty percent) membership interest in the Limited Liability Company. Mr. Leland F. Nichols is committed to contribute his relative share as follows:
- a) \$ 2,400.00 dollars in cash contributed on September 21st. 1998 for security deposit of two months on the lease contract of the Principal Office address.
 - b) \$ 7,900.00 dollars in cash contributed on September 24th., 1998 to open the Company's Bank Account.
 - c) Property valued at \$1,700.00 dollars which consists of a Micro-Computer Hewlett Packard Pavilion Model 6330, including a 17" Color Monitor and a Canon BJC-4300 Color Bubble Jet Printer (Description attached) and one (1) year maintenance policy on parts and labor started on September 12, 1998.
 - d) \$3,000.00 dollars in cash to be contributed by December 23rd., 1998.
- 7.3 Mr. Gerson E. Cevallos shall contribute the amount of \$ 15,000 (Fifteen thousand 00/100 dollars) for 30% (Thirty percent) membership interest in the Limited Liability Company. Mr. Gerson E. Cevallos is committed to contribute his relative share as follows:
- a) \$1,500.00 dollars in cash on September 24th., 1998 to open the Company's Bank Account.
 - b) \$1,500.00 dollars in cash to be contributed by the end of each month from October, 1998 to June, 1999. (9 Months x \$ 1,500.00 = \$ 13,500.00)
- 7.4 The Relative Share of the Member's Capital Account shall be applied as the commitments are deposited to the Limited Liability Company's Bank Account. All rights to distribution or gains will be applied according to the Relative Share of the Member's Capital Account is completed. Capital Accounts Contributions may consist of cash or real property. Services past or future, do not qualify as contributions.
- All personal property shall be transferred to the Limited Liability Company's property and may not be used for any of the Member's personal gain according to the Florida Limited Liability Company Act.

 G.C.

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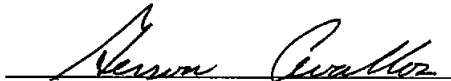
Article IX - Affidavit of Membership Contribution

The undersigned member of Cantor Designs on Granite and Marble, L.L.C. certifies and says:

- (1) the above named limited liability company has 3 initial members.
- (2) the total amount of cash contributed by the member (s) is:
\$11,800.00 (Eleven thousand eight hundred 00/100 dollars).
- (3) the agreed value of property other than cash contributed by Mr. Leland F. Nichols and Mr. Juan Ramon Cevallos is \$ 8,875.00 dollars. A description of the property is attached and made part hereto as Appendix A - Bill of Sale.
- (4) the total amount of cash and property and property anticipated to be contributed by member(s) is \$ 50,000.00 (Fifty thousand 00/100 dollars). This total includes the amounts stated from 2 and 3 above.



Signature
Mr. Leland F. Nichols



Signature
Mr. Gerson E. Cevallos

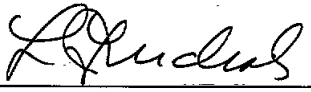
(In accordance with section 608.408 (3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

The undersigned affirm, under penalty of perjury, having authority to sign hereto, that this Articles of Organization is to the best of our knowledge and belief, true, correct and complete.

Executed this 21st. of September of 1998 at Orlando, Florida.

Signature and Name

Home Address

1. 
Signature
Leland F. Nichols

4651 Oak Haven Dr.-101
Orlando, FL. 32839

2. 
Signature
Gerson E. Cevallos

4981 Cason Cove -314
Orlando, FL. 32811

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**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.

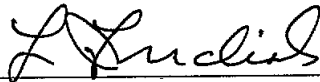
1. The name of the limited liability company is:

CANTOR DESIGNS on Granite and Marble, L.L.C.

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

Name: Leland F. Nichols
Address: 523 West 19th. Street
Orlando, FL. 32805

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 provision 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

Mr. Leland F. Nichols

Executed this 20th. of September of 1998 at Orlando, Florida.

(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).

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BILL OF SALE

NOTE: To transfer personal property (equipment) to CANTOR DESIGNS on Granite and Marble, L.C.
KNOW ALL MEN BY THESE PRESENTS, that MEMBER Juan Ramon Cevallos an individual who
resides at 5225 Cinder Lane Dr.-169 -101, Orlando, FL, 32808 (the Transferor), for and in
consideration of the sum of \$1.00 and a Membership Interest in the Limited Liability Company -
CANTOR DESIGNS on Granite and Marble, L.C., doing business at: 523 West 19th. Street (the
Transferee), has granted, transferred, and conveyed and by these presents does grant, transfer, and convey
unto said Transferee, and said Transferee's successors and assigns property hereinafter described:

ALL THE RIGHT TITLE AND INTEREST in the following asset ("Asset"):

(Described asset (s) in detail and state its fair market value)

ASSET	FAIR MARKET VALUE
2 Shop Fans	\$ 200.00
2 Milwaukee Shop Grinders	300.00
3 Makita (Milwaukee) Hand Cutters	200.00
1 Shop Vacuum - 16 gal.	50.00
1 Milwaukee Skill Saw	75.00
2 Hand Small size Skill Saw	100.00
1 Hammer Drill Milwaukee	100.00
1 Target Tile Wet Saw	1,000.00
1 Milwaukee Saw	100.00
2 Sets of 2 Shop Horses	40.00
1 Alfa Wet Polish Machine Set	1,000.00
Various Miscellaneous Tools like, straight edges, dolly levels, extension cords (industrial), shovels, tool box, hammer, screw drives, crow bars, etc.)	1,000.00
Total equipment and tools:	\$ 4,165.00
1 Ford 1991 Econoline Cargo Van.	\$ 3,000.00

TOTAL PERSONAL PROPERTY CONTRIBUTION \$ 7,165.00

including all Transferor's right, title and interests in the Asset (s).

Transferor hereby represents and warrants that he has good and marketable title to the ASSET(S) NAME
(s) hereinabove, subject to no liens, mortgages, security interests, encumbrances, or charges of any nature.

This Bill of Sale has been executed to complete the transfer as a contribution to capital of CANTOR
DESIGNS on Granite and Marble, L.C., in accordance with the provisions of Section 721 of the Internal
Revenue Code of 1986, as amended, and as as contemplated herein. Nothing herein contained shall be
deemed or construed to confer upon any person or entity other than Transferee any rights or remedies by
reason of this instrument.

TO HAVE AND TO HOLD the same unto the said Transferr and the Transferee's successors and assigns
forever; and the Transferor covenants and agrees to and with the said Transferee to warrant and defend the
said described Asset against all and every person or persons whomsoever.

IN WITNESS WHEREOF, the Transferor has set his hand and seal to be hereto affixed this 21 day, of
the month of September, of the year 1998.

Signed, Sealed and Delivered :


MEMBER (FULL NAME)

Transferor

in the presence of:

 (Witness).

BILL OF SALE

NOTE: To transfer personal property (equipment) to CANTOR DESIGNS on Granite and Marble, L.C.

KNOW ALL MEN BY THESE PRESENTS, that MEMBER Leland F. Nichols an individual who resides at 4651 Oak Haven Dr.-101, Orlando, FL. 32839 (the Transferor), for and in consideration of the sum of \$1.00 and a Membership Interest in the Limited Liability Company - CANTOR DESIGNS on Granite and Marble, L.C., doing business at: 523 West 19th. Street (the Transferee), has granted, transferred, and conveyed and by these presents does grant, transfer, and convey unto said Transferee, and said Transferee's successors and assigns property hereinafter described:

ALL THE RIGHT TITLE AND INTEREST in the following asset ("Asset"):
(Described asset (s) in detail and state its fair market value)

One (1) MicroComputer Hewlett Packard Pavilion Model 6330 at a fair market value of \$ 1,700.00 dollars, that includes the following hardware and software:

- * AMD-k6-2/300 MHz. Processor with 3D.
- * Ultra Expandable and Upgradable 6 Bays and 5 Slots.
- * 45 MB SDRAM shared memory architecture.
- * 4MB Video Memory.
- * 4GB Hard Drive.
- * 24X Speed CD-ROM.
- * One-Touch HP Keyboard.
- * 2 USB Ports.
- * 2 Polk Audio Stereo Speakers.
- * 3D Stereo Sound.
- * Year 2000 compliant.
- * 1 EMC, 17" Color Monitor, Mod. 768M.
- * One year parts and labor maintenance insurance on all equipment.
- * Software OS- Windows 98.

TOTAL PERSONAL PROPERTY CONTRIBUTION: \$1,700.00

including all Transferor's right, title and interests in the Asset (s).

Transferor hereby represents and warrants that he has good and marketable title to the ASSET(S) NAME (s) hereinabove, subject to no liens, mortgages, security interests, encumbrances, or charges of any nature.

This Bill of Sale has been executed to complete the transfer as a contribution to capital of CANTOR DESIGNS on Granite and Marble, L.C., in accordance with the provisions of Section 721 of the Internal Revenue Code of 1986, as amended, and as as contemplated herein. Nothing herein contained shall be deemed or construed to confer upon any person or entity other than Transferee any rights or remedies by reason of this instrument.

TO HAVE AND TO HOLD the same unto the said Transfer and the Transferee's successors and assigns forever; and the Transferor covenants and agrees to and with the said Transferee to warrant and defend the said described Asset against all and every person or persons whomsoever.

IN WITNESS WHEREOF, the Transferor has set his hand and seal to be hereto affixed this 21st day, of the month of September of the year 1998

Signed, Sealed and Delivered :



MEMBER (FULL NAME)

Transferor

in the Presence of:

 (Witness).

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