

# L98000003050

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

98 DEC -7 AM 8:28

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

☒ Walk in

☐ Pick up time

ASAP

☐ Certified Copy

☐ 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

300002705083-7  
-12/07/98-01135-022  
\*\*\*337.50 \*\*\*337.50

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	<u>MBH</u>
Availability	<u>MBH</u>
Document Examiner	<u>MBH</u>
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U. ca. er Verifier	<u>MBH</u>
Acknowledgement	<u>MBH</u>
P. verifier	<u>MBH</u>

DIVISION OF CORPORATION

98 DEC -7 PM 2:15

RECEIVED

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
SMS HEZEKIAH, LLC.**

**THE UNDERSIGNED** executes these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") shall be: **SMS HEZEKIAH, LLC.**

**ARTICLE II  
ADDRESS**

The mailing and street address of the Company's principal office is: 779 92<sup>nd</sup> Avenue North, Naples, Florida 34104.

**ARTICLE III  
PURPOSES**

The general nature of the business or businesses to be transacted and which the Company is authorized to transact 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.

**ARTICLE IV  
DURATION**

The duration for the Company is perpetual.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's initial registered agent in Florida is: Dennis J. Navarra, 779 92<sup>nd</sup> Avenue North, Naples, Florida 34104.

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## **ARTICLE VI MANAGEMENT**

The Company is to be managed by a manager. The name and address of the initial manager is: Dennis J. Navarra, 779 92<sup>nd</sup> Avenue North, Naples, Florida 34104.

## **ARTICLE VII ADMISSION OF NEW MEMBERS**

Members of the Company have the limited right to admit new members. Additional members may be admitted only on the prior unanimous written consent of the existing members, and the existing members shall determine the amount and nature of the contribution by new members at the time the new members are admitted.

## **ARTICLE VIII CONTINUATION OF BUSINESS OPERATIONS**

The Company may continue its business operations upon 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 upon the approval of a majority of the remaining members.

## **ARTICLE IX TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in the Company shall not be assigned, sold, pledged, hypothecated, exchanged, encumbered or otherwise transferred, voluntarily or involuntarily, with or without consideration, whether or not by operation of law, except upon the prior unanimous written consent of the existing Members. The purchaser, transferee, or assignee of an interest in the Company shall not become a Member of the Company, except as provided for in Article VII of these Articles of Organization. Any attempted disposition, transfer or assignment of a Member's Interest in violation of this Article IX is void. Neither the Company, nor any Member of the Company shall be obligated to acknowledge such attempted but void disposition or give any legal effect thereto.

## **ARTICLE X AMENDMENT**

These Articles of Organization shall not be amended, modified, waived or revoked unless such amendment, modification, waiver or revocation is approved by the prior unanimous written consent of the existing members.

**ARTICLE XI  
EFFECTIVE DATE**

The effective date of these Articles of Organization shall be, and the existence of the Company shall begin, upon the date of filing of these Articles of Organization with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 23rd day of November, 1998.

  
DENNIS J. NAVARRA, Member

STATE OF FLORIDA )  
COUNTY OF COLLIER)

Before me, the undersigned authority, on this day personally appeared **DENNIS J. NAVARRA** who executed the foregoing instrument in his capacity as a member of **SMS ENTERPRISES, LLC.**, and who is personally known to me or who has produced Florida Drivers License as identification and who did not take an oath.

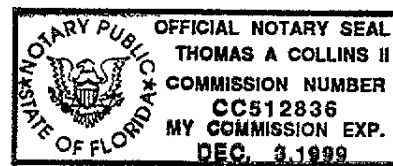
23rd day of November, 1998. WITNESS my hand and official seal in the County and State last aforesaid, this

  
Notary Public, State of Florida

Thomas A. Collins, II  
Printed Name of Notary

My Commission Expires: \_\_\_\_\_

My Commission No. is: \_\_\_\_\_



### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in Article V of these Articles of Organization, the undersigned party hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 23rd day of November, 1998.

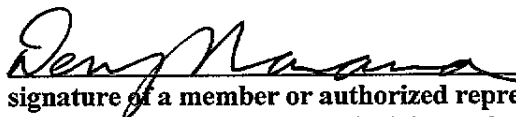
  
DENNIS J. NAVARRA, Registered Agent

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
OF  
SMS HEZEKIAH, LLC.**

STATE OF FLORIDA  
COUNTY OF COLLIER

The undersigned member or authorized representative of a member of **SMS HEZEKIAH, LLC.** deposes and says:

1. The above-named limited liability company has at least one Member.
2. The total amount of cash contributed by the Member is: \$ 500.00
3. If any, the agreed value of the property other than cash contributed by the Member is: NONE  
A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by the Member is: \$29,500.00
5. The total amounts of 2,3 and 4 is: \$30,000.00



**signature of a member or 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.)*