

L98000003318



THE UNITED STATES
CORPORATION
COMPANY

W98-28199
00789-011 27-00676

ACCOUNT NO. : 072100000032

REFERENCE : 067640 3378A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 285.00

ORDER DATE : December 16, 1998

ORDER TIME : 11:51 AM

ORDER NO. : 067640-005

CUSTOMER NO: 3378A

800002714068--2

CUSTOMER: Sean L. Wilson, Esq
BRINKLEY MCNERNEY MORGAN
BRINKLEY MCNERNEY MORGAN
Suite 1800
200 E. Las Olas Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: SYMPHONY NOS. 45 & 46, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

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

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 AM 9:00

RECEIVED
98 DEC 17 AM 8:47
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 17, 1998

CSC

SUBJECT: SYMPHONY NOS. 45 & 46, L.L.C.
Ref. Number: W98000028199

RESUBMIT

Please give original
submission date as file date.

*Please backdate
to 12-17-98.
Thank you.*

We have received your document for SYMPHONY NOS. 45 & 46, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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: 098A00059340

RECEIVED
99 DEC 21 PM 4:14
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
OF
SYMPHONY NOS. 45 & 46, L.L.C.

The undersigned Authorized Representative of Frank C. Scarpa, intending to form a limited liability company under the Florida Limited Liability Act, declares that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME

This name of the limited liability company shall be Symphony Nos. 45 & 46, L.L.C.

ARTICLE II
ADDRESS

The street address and mailing address of the principal office of this limited liability company shall be:

199 Commodore Drive
Jupiter, Florida 33477

ARTICLE III
DURATION

This limited liability company shall exist until December 31, 2048, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name of this limited liability company's initial registered agent of this limited liability company is W. Michael Brinkley, Esq.; and the address of the initial registered agent is 200 E. Las Olas Boulevard, Suite 1800, Fort Lauderdale, Florida 33301.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
93 DEC 17 AM 9:06

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. 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 with unanimous written consent of all members.

On 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 this limited liability company, the remaining members shall have the right to continue the business if they unanimously consent to such continuation.

ARTICLE VI
PURPOSES AND POWERS

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV
MANAGEMENT

Management of this limited liability company is reserved to its member(s), whose name and address are as follows:

Frank C. Scarpa

199 Commodore Drive
Jupiter, Florida 33477

Each member shall be entitled to vote his percentage interest in this limited liability company on each matter submitted to a vote at a meeting of members. The affirmative vote of fifty-one percent (51%) of the members' interest in this limited liability company shall be the act of the members.

The undersigned, being the Authorized Representative of this limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of Symphony Nos. 45 & 46, L.L.C.

Executed on this 15th day of December, 1998.



W. Michael Brinkley, Esq. Authorized Representative

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

Pursuant to the provisions of Florida Statutes Sections 608.415 and 608.407(1)(d), Symphony Nos. 45 & 46, L.L.C. submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Symphony Nos. 45 & 46, L.L.C.

The name of the registered agent for Symphony Nos. 45 & 46, L.L.C. is W. Michael Brinkley, Esq. and the street address of the company's principal office where the agent is located is 200 E. Las Olas Boulevard, Suite 1800, Fort Lauderdale, Florida 33301.

This statement is to acknowledge that, as indicated above, Symphony Nos. 45 & 46, L.L.C. has appointed me, W. Michael Brinkley, Esq. as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 15, 1998.

W. Michael Brinkley
W. Michael Brinkley, Esq., Registered Agent

The foregoing instrument was acknowledged before me this 15th day of December, 1998, by W. Michael Brinkley, Esq.

☒ who is personally known to me
☐ who has produced _____ as identification

and who [did/did not] take an oath, and who acknowledged before me that [he/she] executed the same as [his/her] free and voluntary act for the uses and purposes therein set forth.

Vivian J. Fiacos
VIVIAN J. FIACOS
(Print name of Notary)
Notary Public
Commission Number: _____



Vivian J. Fiacos
MY COMMISSION # CC671711 EXPIRES
November 14, 2001
BONDED THRU TROY PAUL INSURANCE, INC.

AFFIDAVIT REGARDING CAPITAL CONTRIBUTION

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared, W. Michael Brinkley, Esq. the Authorized Representative of the sole member of Symphony Nos. 45. & 46, L.L.C. a Florida limited liability company, who, pursuant to Florida Statutes §608.407(2), was sworn and says that Symphony Nos. 45 & 46, L.L.C. has at least one member and the initial capital contributions of the member will be as follows:

<u>Member</u>	<u>Description</u>	<u>Agreed Value</u>
Frank C. Scarpa	Cash	\$1,000.00

The agreed value of property is -0-.

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the member(s).

Once the anticipated amount is determined, a Supplemental Affidavit will be filed with the Secretary of State.

W. Michael Brinkley
W. Michael Brinkley, Esq., Authorized Representative

The foregoing instrument was acknowledged before me this 15th day of December, 1998, by W. Michael Brinkley, Esq. on behalf of Symphony Nos. 45 & 46, L.L.C.

☒ who is personally known to me
☐ who has produced _____ as identification

and who [did/did not] take an oath, and who acknowledged before me that [he/she] executed the same as [his/her] free and voluntary act for the uses and purposes therein set forth.

Vivian J. Fiacos
VIVIAN J. FIACOS
(Print name of Notary)
Notary Public
Commission Number: _____



Vivian J. Fiacos
MY COMMISSION # CC671711 EXPIRES
November 14, 2001
BONDED THRU TROY FAIR INSURANCE, INC.