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Florida Department of State

Division of Corporations

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Account Name : SCOTT A. ELK, P.A.
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Phone : (561) 368-8800
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LIMITED LIABILITY COMPANY

Carriage House Resort Motel, LLC

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**ARTICLES OF ORGANIZATION
OF
CARRIAGE HOUSE RESORT MOTEL, LLC**

The undersigned, for purposes of forming a limited liability company in accordance with the Florida Limited Liability Company Act, do hereby state the following:

1. **NAME.** The name of the limited liability company shall be Carriage House Resort Motel, LLC (the "Company").
2. **DURATION.** The period of the Company's duration is perpetual from the date of filing the Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members, unless extended by its members, or as provided by statute.
3. **PURPOSE.** The purposed for which the Company has been formed is to engage in any lawful act, activity or business not contrary to and for which a limited liability company may be formed under the laws of the State of Florida, and to have and exercise all powers, rights and privileges conferred by the laws of Florida on limited liability companies, including but not limited to the performance of services, buying, leasing or otherwise acquiring and holding, using or enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, tangible or intangible, or whatever nature and wheresoever situated, and buying, selling and holding stocks, bonds, or any other security of any issuer as the Company may, at any time and from time to time, deem advisable.
4. **OFFICE.** The mailing address and street address, in the State of Florida where the principal office of the Company is to be located, is:

250 South Ocean Boulevard
Deerfield Beach, FL 33441

5. **REGISTERED AGENT.** The name and address of Company's registered agent, whose Consent to Appointment as Registered Agent is included with this Articles of Organization is:

Zbigniew Lewandowski
23237 Boca Club Colony Circle
Boca Raton, FL 33433

6. **ADMISSION OF ADDITIONAL MEMBERS:** The Company has two (2) or more members. Additional members may be admitted only on the terms that are unanimously agreed to by all members in the Operating Agreement. The initial two (2) members are:

Zbigniew Lewandowski
Maria Lewandowska

7. **CONTINUITY.** The remaining members of the Company will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a

Prepared By: Scott A. Elk, P.A., Elk, Bankier, Palmer & Christu
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Boca Raton, FL 33431
Telephone: 561/368-8800 Florida Bar No. 654566

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member or the occurrence of any other event which terminates the continued membership of a member in this Company.

8. MANAGEMENT The business of the Company will be conducted under the exclusive management and be limited to its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters. The names and addresses of the members are:

Zbigniew Lewandowski
23237 Boca Club Colony Circle
Boca Raton, FL 33433

Maria Lewandowska
23237 Boca Club Colony Circle
Boca Raton, FL 33433

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being all of the members of Carriage House Resort Motel, LLC, a limited liability company organized under the laws of the State of Florida, hereby appoints Zbigniew Lewandowski, a natural person who is a resident of this State, as registered agent upon whom any process, notice or demand required or permitted by statute to be served upon the Company may be served.

His complete address is: 23237 Boca Club Colony Circle
Boca Raton, FL 33433

ACCEPTANCE OF AGENT

The undersigned, named herein as the statutory registered agent for Carriage House Resort Motel, LLC, hereby acknowledges and accepts the appointment of registered agent, and is familiar with and accepts the obligations of the position of Registered Agent for the limited liability company.



ZBIGNIEW LEWANDOWSKI

(L.S.)

IN WITNESS WHEREOF, we have hereunto subscribed our names to this Certificate of Formation on this 18th day of December, 1998.



ZBIGNIEW LEWANDOWSKI

(L.S.)



MARIA LEWANDOWSKA

(L.S.)

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STATE OF Florida)
) ss:
 COUNTY OF Alachua)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **ZBIGNIEW LEWANDOWSKI**,

☒ personally known to me, or
☐ has produced _____ as identification

and who executed the foregoing instrument and acknowledged before me that he executed the same.

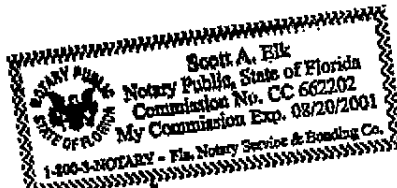
WITNESS my hand and official seal in the County and State last aforesaid this 28 day of December, 1998.

Scott A. Elk
 (Signature)

 (Printed Name)

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My Commission Expires:
 My Commission No. is:



STATE OF Florida)
) ss:
 COUNTY OF Alachua)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **MARIA LEWANDOWSKA**,

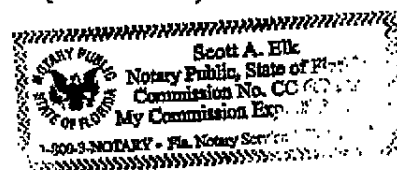
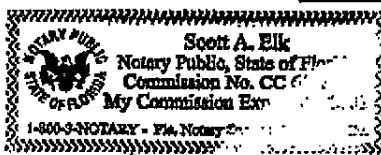
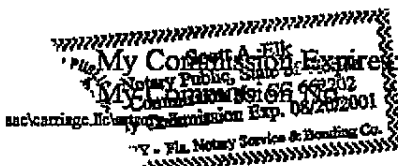
☒ personally known to me, or
☐ has produced _____ as identification

and who has executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal I the County and State last aforesaid this 28 day of December, 1998.

Scott A. Elk
 (Signature)

 (Printed Name)



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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
PURSUANT TO FLORIDA STATUTES 608.407(2)**

The undersigned members or authorized representative of a member of Carriage House Resort Motel, LLC, depose and say:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is -0-.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$350,000.00.
- 5) the total amount of 2, 3, and 4 is \$350,000.00.

FURTHER, AFFIANTS SAYETH, NAUGHT.

ZBIGNIEW LEWANDOWSKI

MARIA LEWANDOWSKA

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STATE OF Florida)
COUNTY OF Polk) ss:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **ZBIGNIEW LEWANDOWSKI**,

☒ personally known to me, or
☐ has produced _____ as identification

and who executed the foregoing instrument and acknowledged before me that he executed the same.

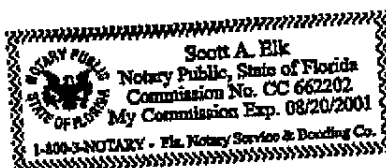
WITNESS my hand and official seal in the County and State last aforesaid this 28 day of December, 1998.

(Signature)

(Printed Name)

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My Commission Expires:
My Commission No. is:




STATE OF *Florida*)
COUNTY OF *Polk*) ss:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **MARIA LEWANDOWSKA**,

☒ personally known to me, or
☐ has produced _____ as identification

and who has executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal I the County and State last aforesaid this 28 day of December, 1998.

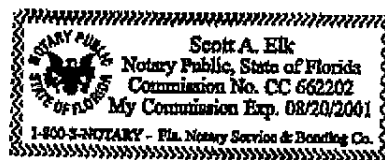


(Signature)

(Printed Name)

My Commission Expires:
My Commission No. is:

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