

L99000000928

Matt Mathews

Requestor's Name
418 E. Virginia St
Address
Tallahassee 6819303
City/State/Zip Phone #

Office Use Only

99 FEB 18 PM 12:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

1. Davie, L.C.
(Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

L99-928
Name Availability
Document Number
Date
Officer
Verifier
Acknowledgment
W. P. Verifier

- ☒ Walk in ☐ Pick up time ☒ Will wait ☐ Photocopy
☐ Mail out ☒ Certified Copy ☐ Certificate of Status

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

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

200002779242--1
-02/18/99--01052--002
*****285.00 *****285.00

200002779242--1
-02/18/99--01052--003
*****52.50 *****52.50

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

DAVIE, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of this Limited Liability Company shall be: DAVIE, L.C.

ARTICLE II - DURATION

This Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than 30 years from the above date, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to invest and manage real property investments in Florida, including related business and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Edward D. Mathews, and the registered office is 30 Club Court, Haines City, Florida 33844.
The mailing address and principal address is the same.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as such shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her own interest approve of the proposed transfer by unanimous written consent and the transferee's interest is that of a managing (active, voting) member.

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ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with the regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the managing members of the company are:

Name

Address

Edward D. Mathews

30 Club Court
Haines City, FL 33844

Elbert J. Davie

570 Murphy Road
Haines City, FL 33844

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ARTICLE X - CLASS OF MEMBERS

The Company shall have one class of members who shall be the active, voting members identified as managing members in Article IX above. The managing members shall have the authority to vote with respect to the active management of the business affairs of the Company. The members of the Company shall be:

Active, Voting members:

<u>Name</u>	<u>Ownership percentage</u>	<u>Cash or Property Contributed</u>
Edward D. Mathews	50%	(See Exhibit "A")
Elbert J. Davie	50%	(See Exhibit "A")

ARTICLE XI - TAX STATUS OF COMPANY

It is the intent of the undersigned subscriber that the Company shall be treated as a partnership for federal tax purposes.

ARTICLE XII - NON-REGISTRATION AS SECURITY

The certificates representing each member's interest in the Company to be issued to subscriber(s) are not registered under state or federal securities laws. The subscriber(s) represent that it is the intent of the Company that the certificates issued comply with the applicable private placement exemptions from registration under federal and state law. All certificates issued shall bear the legend:


THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933 IN RELIANCE UPON AN EXEMPTION PROVIDED IN THAT ACT AND MAY NOT BE OFFERED, SOLD OR TRANSFERRED UNTIL THEY HAVE BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933 OR, UNLESS IN THE OPINION OF COUNSEL FOR THE ISSUER, REGISTRATION IS NOT REQUIRED UNDER THAT ACT.

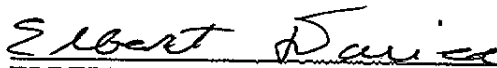
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The Company shall only issue shares to individuals that comply with the private placement rules, i.e. Federal Securities Act §4,(2) and §517.061, Fla. Stat., and agree:

1. That no offer or sale of certificates in the Company shall be made to a nonresident of the State of Florida;
2. That no offer or sale of certificates in the Company shall be made to more than 35 purchasers for a period in excess of 12 months;
3. That no general solicitations or advertisements of an offer or sale of certificates in the Company shall occur in Florida or any other state;
4. That before any sale of certificates in the Company, each purchaser shall be given reasonable access to full and fair disclosure of all material information concerning the company;
5. That no person shall be paid a commission for the sale of certificates in the Company or otherwise receive compensation for the sale of certificates in the Company; and
6. That if sales are made to five or more persons in Florida, the purchasers shall be given a three (3) day right of rescission in accordance with §517.061(11)(a)(5).

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Haines City, Florida, for the foregoing uses and purposes this 18th day of February, 1999.


EDWARD D. MATHEWS, individually and
as an Active Voting Member


ELBERT J. DAVIE, individually and
as an Active Voting Member

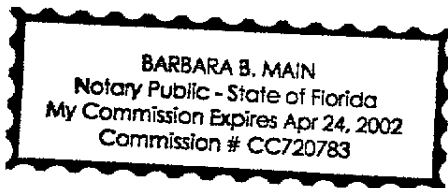
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STATE OF FLORIDA:
COUNTY OF POLK:

BEFORE ME, personally appeared EDWARD D. MATHEWS and ELBERT J. DAVIE, who each provided PERSONALLY KNOWN as identification, individually and as Active Voting Members to me well known to be the organizers of the above limited liability company and, and who subscribed the above Articles of Organization, and freely and voluntarily acknowledged before me according to law that they made the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 17th day of February, 1999.

NOTARY PUBLIC:



Barbara B. Main
BARBARA B. MAIN

ACCEPTANCE AS REGISTERED AGENT

THE UNDERSIGNED, being the person named in the Articles or Organization of DAVIE, L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.

Edward D. Mathews
EDWARD D. MATHEWS
Registered Agent

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AFFIDAVIT

STATE OF FLORIDA:
COUNTY OF POLK:

The undersigned affiant, ELBERT J. DAVIE, hereby states after being duly sworn, deposes and says:

1. That Affiant is executing this Affidavit of his own personal knowledge and for purposes of satisfying Section 608.407(2), Florida Statutes.

2. That DAVIE, L.C. has two (2) members, to-wit:

Edward D. Mathews
Elbert J. Davie

3. The total amount of cash or property anticipated to be contributed by the member is:

Edward D. Mathews	\$21,500.
Elbert J. Davie	\$21,500

FURTHER AFFIANT SAITH NOT.

Elbert J. Davie
Elbert J. Davie, Affiant

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Sworn to and subscribed before me by Elbert J. Davie who produced PERSONALLY KNOWN as identification on this 17th day of February, 1999.

NOTARY PUBLIC:

Barbara B. Main
BARBARA B. MAIN

BARBARA B. MAIN
Notary Public - State of Florida
My Commission Expires Apr 24, 2002
Commission # CC720783

AFFIDAVIT

STATE OF FLORIDA:
COUNTY OF POLK:

The undersigned affiant, EDWARD D. MATHEWS, hereby states after being duly sworn,
deposes and says:

1. That Affiant is executing this Affidavit of his own personal knowledge and for
purposes of satisfying Section 608.407(2), Florida Statutes.

2. That DAVIE, L.C. has two (2) members, to-wit:

Edward D. Mathews
Elbert J. Davie

3. The total amount of cash or property anticipated to be contributed by the member

Edward D. Mathews \$21,500.

Elbert J. Davie \$21,500

FURTHER AFFIANT SAITH NOT.

Edward D. Mathews
Edward D. Mathews, Affiant

Sworn to and subscribed before me by Edward D. Mathews who produced PERSONALLY KNOWN
as identification on this 17th day of February, 1999.

NOTARY PUBLIC:

Barbara B. Main
BARBARA B. MAIN

BARBARA B. MAIN
Notary Public - State of Florida
My Commission Expires Apr 24, 2002
Commission # CC720783

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EXHIBIT "A"

Name of Member	Type of Member	Ownership % of LLC	Cash or Property Contributed
Edward D. Mathews	Active, Voting, Managing	50%	interest in real property described in Schedule A
Elbert J. Davie	Active, Voting Managing	50%	interest in real property described in Schedule A

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SCHEDULE A

1. Rental house
119 Melbourne Avenue, Haines city, FL 33844
Legal Description:
Lots 3 and 4, Block 2, Morningside, according to map or plat
thereof as recorded in Plat Book 14, Page 4, Public Records
of Polk County, Florida
Fair Market Value = \$23,000
Mortgage amount = \$18,830.08
Mortgagee: Edward D. Mathews

2. Rental house
2557 Highway 17-92 North
Haines City, FL: 33844
Legal Description:
Florida Development Company Subdivision, Plat Book 3,
Page 60-63, Lot 18 in Southeast 1/4, South 124 feet.
Fair Market Value = \$20,000
Mortgage amount = \$20,0000
Mortgagee: First National Bank

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