

# L990000001675

LAW OFFICES  
**TAYLOR & EGUSQUIZA, P.A.**  
SUITE 315  
COCONUT GROVE BANK BUILDING  
2701 SOUTH BAYSHORE DRIVE  
MIAMI, FLORIDA 33133

City/State/Zip

Phone #

3/24  
400002798294--7  
-03/08/99-01137-003  
\*\*\*285.00 \*\*\*285.00

Office Use Only

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

1. Frame Art South, L.C.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. 00789-01127-001071 1199-6046  
(Corporation Name) (Document #)

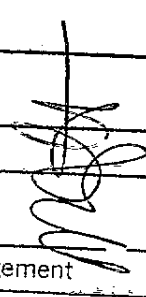
- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

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

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	
Document Examiner	
Updater	
Updater Verifyer	
Acknowledgement	
W. P. Verifyer	

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 24 PM 3:31

Examiner's Initials



RECEIVED MAR 17 1999

FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 12, 1999

TAYLOR & EGUSQUIZA, P.A.  
COCONUT GROVE BANK BUILDING, SUITE 315  
2701 SOUTH BAYSHORE DRIVE  
MIAMI, FL 33133

SUBJECT: FRAME ART SOUTH, L.C.  
Ref. Number: W99000006046

We have received your document for FRAME ART SOUTH, 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: 299A00011926

*Affidavit attached, last page.*  
*Thanks*  
*[Signature]*

ARTICLES OF ORGANIZATION  
FOR  
FRAME ART SOUTH, L.C.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 24 PM 3:32

The undersigned, acting as the organizer of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles") :

ARTICLE I

Name

The name of the Company is FRAME ART SOUTH, L.C.

ARTICLE II

Commencement Date and Duration

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall perpetually continue until dissolved by its members or managers in accordance with Section 608.441 of the Act, or the provisions of these Articles. Subject to the foregoing, the Company shall be dissolved on the happening of any of the following events:

1. Expiration of the term specified above;
2. Withdrawal, retirement, death, resignation, bankruptcy, dissolution, or expulsion of any member, unless the business of the Company is continued by the consent of the remaining members; or
3. By unanimous written agreement of all of the members.

### ARTICLE III

#### Purposes

The Company is created for the purpose of engaging in all lawful businesses authorized for a Limited Liability Company pursuant to Section 608.403 of the Act, including without limitation the acquisition, disposition, purchase, lease, encumbrance, financing, marketing, promoting, improving, developing, managing, selling, buying, and otherwise dealing with real and personal property and all such other activities incidental or useful to the foregoing.

### ARTICLE IV

#### Principal Office

The mailing address and the street address for the principal office of the Company shall be 20409 Old Cutler Road, Miami, Florida 33189.

### ARTICLE V

#### Registered Agent and Office

The initial registered agent for the Company shall be Neil G. Taylor, and the address of the registered agent for service of process shall be 2701 South Bayshore Drive, Suite 315, Miami, Florida 33133.

### ARTICLE VI

#### Admission of Additional Members

The initial members of the Company shall be set forth in the Regulations adopted by the members. Additional members may be admitted by the unanimous consent of the members and approval of the managing member.

### ARTICLE VII

#### Continuation of Business

The members may, by unanimous written consent, continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member, or upon the occurrence of any other event which terminates the continued membership of a member of the Company.

## ARTICLE VIII

### Management of Business

The Management of the Company is reserved to the members, and the names and addresses of the members are as follows:

Alan Kevin Craythorne  
(Managing member)

10825 S.W. 135<sup>th</sup> Terrace  
Miami, Florida 33176

Norman William Brian Craythorne

20409 Old Cutler Road  
Miami, Florida 33189

## ARTICLE IX

### Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

## ARTICLE X

### Property

(a) Ownership. All property originally paid or transferred to the Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of the Company, shall be the property of the Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The managing members are hereby authorized to convey and obtain title

to all real and personal property of whatever nature by the execution on behalf of the Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments, and documents as are necessary, reasonable, or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by a majority of the managing members if there is more than one. The signature and execution of such documents shall clearly set forth that the execution is on behalf of the Company, and that the managing member is signing on behalf of the Company. No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

#### ARTICLE XI

##### Amendments

These Articles may be amended or restated at any time by the vote of a majority in interest of the members, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

#### ARTICLE XII

##### Regulations

Regulations shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as the members consider necessary, reasonable, or desirable, except that no provision of such Regulations may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations, except that the initial form shall be approved by all of the members.

#### ARTICLE XIII

##### Contracting Debts

No debt shall be contracted nor liability incurred by or on behalf of the Company except by its member managers, and no member is authorized or empowered to contract debts or incur liabilities on behalf of the Company unless such member is also a manager.

IN WITNESS WHEREOF, the undersigned managing member of FRAME ART SOUTH,  
L.C. has executed these Articles of Organization this 18 day of Feb, 1999.

Alan Craythorne

Alan Kevin Craythorne, Managing Member

Norman William Brian Craythorne

Norman William Brian Craythorne

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of February, 1999,  
by Alan Kevin Craythorne and Norman William Brian Craythorne (s personally known) to me or who  
has produced MM as identification  
and who did (did not) take an oath.

John Egusquiza

Signature of Person Taking Acknowledgement

JOHN EGUSQUIZA

Name of Acknowledger Typed, Printed or Stamped

My commission expires:

John Egusquiza  
My Commission CC697789  
Expires November 20, 2001



CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.

Dated: 2/18, 1999

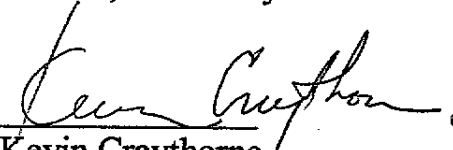
  
\_\_\_\_\_  
Neil G. Taylor, Registered Agent

## AFFIDAVIT FOR FRAME ART SOUTH, L.C.

Kevin Craythorne, having been duly sworn, hereby deposes and states as follows:

1. Frame Art South, L.C. has at least one member, Kevin Craythorne, as required by Florida Statute.
2. The actual amount of cash to be contributed by each member is \$500.00 at the inception of Frame Art South, L.C.
3. At the inception of Frame Art South, L.C., the members will not contribute any property other than cash that has any appreciable value.
4. The total amount of property and cash contributed by the members of Frame Art South, L.C. will be \$1000.00.

Further, affiant sayeth not.

  
Kevin Craythorne

State of Florida

County of Miami-Dade

This foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of March, 1999, by Alan Kevin Craythorne who is personally known to me.

