

L99000002055

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

100002835721--7

-04712/99--01069--011

****346.25 ****346.25

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

1. SPO ATLANTIS Management, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certificate of Status

FILED
99 APR 12 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
Name	Profit
Availability	4/12/99
Document	NonProfit
Examination	Limited Liability
Update	Domestication
Update	Other
Verify	
Acknowledged	
OTHER FILINGS	
W. P. Verify	Annual Report
	Fictitious Name
	Name Reservation

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

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark

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DIVISION OF CORPORATION

5 pages

Examiner's Initials

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is: SPA ATLANTIS
MANAGEMENT, LLC

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited
Liability Company is:

1460 South Ocean Blvd., Pompano Beach, FL 33062

**ARTICLE III
DURATION**

The period of duration for the limited Liability Company shall be perpetual.

**ARTICLE IV
BUSINESS AND PURPOSE**

The business and purpose of the Company is to engage in any lawful act or
activity for which a limited liability company may be organized under the Act.

**ARTICLE V
MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers and
the name(s) and address(es) of such manager(s) who is/are to serve as manager(s)
is/are:

Name	Address
Leonard Gross	13020 South Hampton Drive Bonita Springs, FL 33923
Maurice Halperin	2500 North Military Trail, Suite 225 Boca Raton, FL 33431
Ashley Bloom	1350 North Ocean Blvd. Pompano Beach, FL 33062
Carol Minkin	4405 Woodfield Blvd. Boca Raton, FL 33434

**ARTICLE VI
Articles of Organization**

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REGISTERED OFFICE AND REGISTERED AGENT

The initial Registered Agent of this Limited Liability Company shall be MICHAEL M. WALLACK, Esq., a resident of Sarasota County, Florida, and the Registered Office of the Corporation shall be 27 Fletcher Avenue, Sarasota, FL 34237.

ARTICLE VII ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: The Limited Liability Company may admit additional or substitute members only with the approval of all members. A member may withhold approval of the admission of any person for any or no reason.

ARTICLE VIII MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on 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 shall be: The business of the Limited Liability Company may be continued if remaining members owning a majority of the capital and profits interests consent to continuance within 90 days after the event that terminates a member's membership.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Organization on this 8 day of April, 1999.

B&G ACCEPTANCE CORP., a Florida
corporation, Member

By: [Signature]
Print Name: Ashley Bloom
Title: Vice President

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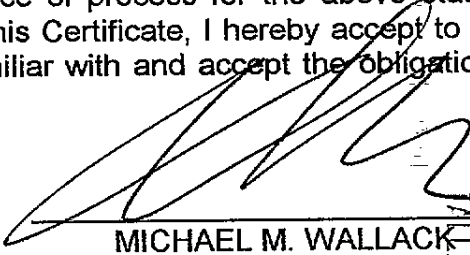
FILED

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Section 608.415, Florida Statutes, the following is submitted, in compliance with said Act:

First SPA ATLANTIS MANAGEMENT, LLC, a Florida limited liability company, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization at the City of Pompano Beach, State of Florida, has named MICHAEL M. WALLACK, Esq. located at 27 Fletcher Avenue, Sarasota, FL 34237, as its agent to accept service of process within the State.

Having been named to accept service of process for the above stated limited liability company at place designated in this Certificate, I hereby accept to act in that capacity and acknowledges that I am familiar with and accept the obligations of that position.


MICHAEL M. WALLACK
Registered Agent

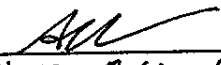
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SPA ATLANTIS MANAGEMENT, LLC, deposes and says:

1. The above named Limited Liability Company has at least one (1) member.
2. The total amount of cash contributed by the member(s) is: **\$4,000.00**
3. If any, the agreed value of property other than cash contributed by member(s) is: **\$0.00**. A description of the property is attached as Exhibit "A" and by reference made a part hereof.
4. The amount of cash of property anticipated to be contributed by member(s) is: **\$4,000.00**. This total includes amounts from 2 and 3 above.

B&G ACCEPTANCE CORP., a Florida
corporation, Member

By: 

Print Name: Ashley Bloom

Title: Vice President

Signature of a member of 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).

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