

L99000002304

MCCAFFREY & RAIME, P.A.

5811 Pelican Bay Boulevard • Suite 206-A • Naples, Florida 34108
(941) 514-2800 • (941) 514-2777 (fax)
mccaffrey@moneylaw.com (e-mail)
www.moneylaw.com (web site)

April 12, 1999

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

600002837806--9
-04/13/99-01042-013
***337.50 ***337.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30

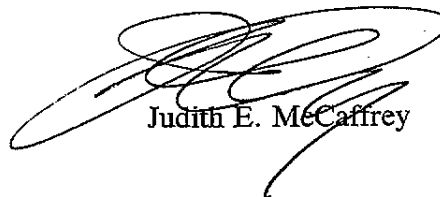
Re: Miller Palms, L.L.C.

Dear Sir/Madam:

Enclosed please find the Articles of Organization of Miller Palms, L. L. C. and the Certificate of Designation of Registered Agent/Registered Office. Additionally enclosed is my firm's check in the amount of \$337.50 representing the filing fee of \$250 for the Articles of Organization, the fee of \$35 for designation of registered agent and \$52.50 for a certified L99-2304 copy. Please return the certified copy of the Articles to the address shown above.

Thank you for your kind attention to this matter.

Sincerely yours,


Judith E. McCaffrey

Name	JH-23
Availability	
Document	
Examiner	
Updater	
Modifier	
Acknowledgement	
W. P. Vetter	

Enclosure

Sarasota Office: 1800 Second Street • Suite 753 • Sarasota, Florida 34236
(941) 957-0733 • (941) 957-0449 (fax)
burt@moneylaw.com



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 16, 1999

JUDITH E. MCCAFFREY
MCCAFFREY & RAIMI, P.A.
5811 PELICAN BAY BLVD., SUITE 206-A
NAPLES, FL 34108

SUBJECT: MILLER PALMS, L.L.C.
Ref. Number: W99000009131

We have received your document for MILLER PALMS, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

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.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 599A00019626

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30

MCCAFFREY & RAIMI, P.A.

5811 Pelican Bay Boulevard • Suite 206-A • Naples, Florida 34108
(941) 514-2800 • (941) 514-2777 (fax)
mccaffrey@moneylaw.com (e-mail)
www.moneylaw.com (web site)

April 21, 1999

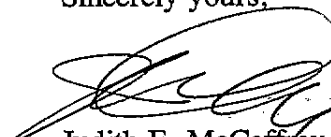
Tammi Cline, Document Specialist
Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Miller Palms, L.L.C.
Reference No: W99000009131

Dear Ms. Cline:

In accordance with our conversations of yesterday and today, I am resubmitting the Articles of Organization of Miller Palms, L.L.C. Article 5, Management, has been revised to state the name and street address of the member who will manage the limited liability company. Thank you for your kind assistance in this matter.

Sincerely yours,



Judith E. McCaffrey

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30

Sarasota Office: 1800 Second Street • Suite 753 • Sarasota, Florida 34236
(941) 957-0733 • (941) 957-0449 (fax)
burt@moneylaw.com

**ARTICLES OF ORGANIZATION
OF
MILLER PALMS, L.L.C.**

The undersigned sole member ("Member"), for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - Name

The name of the Limited Liability Company is Miller Palms, L.L.C. ("Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company shall be 115 Maple Hill Road, Gladwyne, Pennsylvania 19035.

ARTICLE III - Duration

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of duration of the Company shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - Purpose

The Company is formed for the object and purpose of, and the nature of the business to be conducted and promoted by the Company is, engaging in any lawful act or activity for which limited liability companies may be organized under the laws of the State of Florida.

ARTICLE V - Management

The Company shall be managed by the Member in accordance with the regulations adopted by the Member for the management of the business and affairs of the Company and the name and address of the managing member is Miller Partners, L.P., 115 Maple Hill Road, Gladwyne, Pennsylvania 19035. 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.

ARTICLE VI - Admission of Additional Members

One or more additional members of the Company may be admitted to the Company with the consent of the Member. Prior to the admission of any such additional member of the Company, the Member shall cause these Articles of Organization to be amended to make such

Articles of Organization of MILLER PALMS, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30

amendments as the Member shall determine appropriate to reflect the fact that the Company shall have more than one member.

ARTICLE VII - Dissolution

The Company shall be dissolved and its affairs shall be wound up upon the first to occur of the following: (a) the written consent of the Member or (b) the resignation, bankruptcy or dissolution of the Member or the occurrence of any other event which terminates the continued membership of the Member in the Company.

ARTICLE VIII - Registered Office and Agent

The name and street address of the initial registered agent of the Company in the State of Florida is Judith E. McCaffrey, 5811 Pelican Bay Boulevard, Suite 206-A, Naples, Florida 34108.

ARTICLE IX - Capital Contribution

The Member has contributed \$400,000 in cash, and no property, to the Company.

ARTICLE X - Additional Capital Contributions

The Member may, but is not required to, make any additional capital contribution to the Company.

ARTICLE XI - Indemnification

The Company may indemnify any manager, employee or agent of the Company to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Bohemia, Florida, on this 8th day of April, 1999.

MILLER PARTNERS, L.P.

By: 

General Partner

Articles of Organization of MILLER PALMS, L.L.C.

Page 2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30

State of Florida
County of LEE

Affirmed and subscribed before me this 8TH day of APRIL, 1999, by
PAUL F. MILLER, JR., as general partner of Miller Partners, L.P., ☒ who is
personally known to me, or ☐ who produced the following identification: _____

Lou Ann Christensen
Notary Public
LOU ANN CHRISTENSEN
Printed or Typed Name of Notary Public

(SEAL)



LOU ANN CHRISTENSEN
My Comm Exp. 5/08/99
Bonded By Service Ins
No. CC460665
☒ Personally Known ☐ Other I.D.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned authorized representative of Miller Partners, L.P., the sole member of Miller Palms, L.L.C. ("Company"), hereby states that the Company has at least one member, the member has contributed \$400,000 in cash, and no property, to the Company, and the total amount of cash and property anticipated to be contributed by the member, including the aforesaid amount, is \$400,000.

THE AFFIANT SAYS NOTHING FURTHER

Dated: 4/8/1999

Paul F. Miller, Jr.
Name: Paul F. Miller, Jr.

State of Florida
County of LEE

Affirmed and subscribed before me this 8TH day of APRIL, 1999, by
PAUL F. MILLER, JR. general partner of Miller Partners, L.P., ☒ who is personally known to
me, or ☐ who produced the following identification: _____

Lou Ann Christensen
Notary Public
LOU ANN CHRISTENSEN
Printed or Typed Name of Notary Public



LOU ANN CHRISTENSEN
My Comm Exp. 5/08/99
Bonded By Service Ins
No. CC460665
☒ Personally Known ☐ Other I.D.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Miller Palms, L.L.C.
2. The name and Florida street address of the registered agent are:

Judith E. McCaffrey
Name

5811 Pelican Bay Boulevard, Suite 206-A
Florida Street Address (P.O. Box not acceptable)

Naples, Florida 34108
City, State and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 23 AM 11:30