

L 990000002501

Berry J. Walker Jr.
Requestor's Name

235 South Maitland Ave Ste 216
Address

Maitland FL 32751
City/State/Zip Phone #

Office Use Only

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

1. Golden Florida Management Holdings LC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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99 APR 30 AM 11:54

with
5/3

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

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-04/30/99--01085--002
****285.00 ****285.00

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

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC**

The undersigned Organizers/Organizing Members to these Articles of Organization, hereby form a limited liability company under the laws of the State of Florida and Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company shall be GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC, a Florida limited liability company.

ARTICLE II - DURATION

The period of the limited liability company's existence shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE OF CORPORATION

The mailing address and the street address of the principal office of the principal office of the limited liability company shall be:

235 South Maitland Avenue, Suite 216
Maitland, Florida 32751

ARTICLE IV - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida for the limited liability company shall be:

Berry J. Walker, Jr., Esquire
Florida Bar Number 0742960
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751

ARTICLE V - NATURE OF BUSINESS

This limited liability company may engage in or transact any and all lawful activities or business permitted under Chapter 608 of the Florida Statutes, the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE VI - RIGHTS OF MEMBERS TO ADMIT ADDITIONAL MEMBERS

The Organizing Members of this limited liability company, whom are signatories to these Articles of Organization, have the right to admit additional members to the limited liability company in their sole discretion, upon the unanimous consent of the Organizing Members of this limited liability company.

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ARTICLE VII
RIGHT TO CONTINUE BUSINESS OF THE LIMITED LIABILITY COMPANY
UPON THE DEATH, RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY
OR DISSOLUTION OF A MEMBER OR THE OCCURRENCE OF ANY OTHER
EVENT WHICH TERMINATED THE CONTINUED MEMBERSHIP OF A MEMBER IN
THE LIMITED LIABILITY COMPANY

A. Right of Substitution. The right of a Member to substitute an assignee as contributor in his or her place, and the terms and conditions of the substitution are as follows:

1. A fully executed and acknowledged written instrument of assignment must be filed with the Organizing Members setting forth the intention of the assignor that the assignee become a Member in his or her place;

2. The assignor and the assignee must execute and acknowledge such other instruments as the Organizing Members may deem necessary or desirable to effect such admission, including the written acceptance and adoption by the assignee of the provisions of the Articles of Organization and a written opinion of counsel that the assignment does not violate any provision of federal, state or local law, ordinance, rule or code section, or any provision of the Articles of Organization;

3. A reasonable transfer fee shall have been paid to the limited liability company; and

4. The written consent of the Organizing Members to the substitution must be obtained, the denial of which is in the sole and absolute discretion of the Organizing Members.

B. Admission of Additional Members. The Organizing Members of this limited liability company have the right to admit additional Members in their sole discretion, upon the unanimous consent of the Organizing Members.

C. Termination of Membership of a Member. The membership of a Member in this limited liability company may only be terminated upon the occurrence of any of the following events: death, retirement, resignation, expulsion by unanimous consent of the remaining Members of the limited liability company, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company. Upon the termination of a Member's membership in this limited liability company, the Organization shall, within 120 days following such termination, pay the fair market value of the terminated Member's interest in the limited liability company, to the Member, the Member's successors, heirs and/or assigns, as the case may be.

D. Right to Continue Business. All of the remaining Members of this limited liability company may elect to continue the business of

this limited liability company upon 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 of this limited liability company, upon the vote of a majority of the remaining Members of this limited liability company.

COUNT VIII - MANAGEMENT OF THE ORGANIZATION

This limited liability company shall be managed by a manager, whose name and address is:

Berry J. Walker, Jr.
235 South Maitland Avenue, Suite 216
Maitland, Florida 32751

M. Shane Murray shall serve jointly and collectively as the managers of the limited liability company until the first annual meeting of the members or until their successors are elected and qualify.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this _____ day of _____, 19 _____.

ORGANIZING MEMBERS:

MURRAY FAMILY TRUST:


Berry James Walker, Jr., Trustee

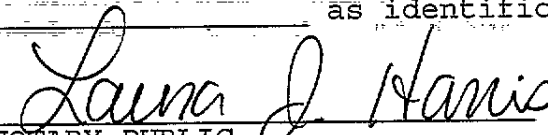
STATE OF: Florida
COUNTY OF: Orange

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93 APR 30 AM 11:54

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 22 day of April, 1999, by Berry James Walker, who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.


NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

MANAGER:

Berry J. Walker, Jr.

STATE OF FLORIDA
COUNTY OF

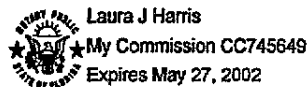
Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 22 day of April, 1999, by _____, who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.

Laura J. Harris
NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:




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OFFICE OF STATE
99 APR 30 AM 11:54

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, Chapter 608 of the Florida Statutes. **GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC**, a Florida limited liability company, organizing under the laws of the State of Florida with its principal office located at 1399 West State Road 434, Longwood, Florida 32750, has named Berry J. Walker, Jr., whose address is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, as its Agent to accept service of process within this State.

ACCEPTANCE:

I, Berry J. Walker, Jr., agree to act as the Registered Agent of **GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC**, a Florida limited liability company, and I agree to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law. I am familiar with, and accept the obligations of the position of Registered Agent of **GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC**, a Florida limited liability company.


Berry J. Walker, Jr., Esquire
Florida Bar Number 0742960
WALKER AND ASSOCIATES, ATTORNEYS, P.A.
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751
Phone: (407) 644-6535
Fax: (407) 644-8369

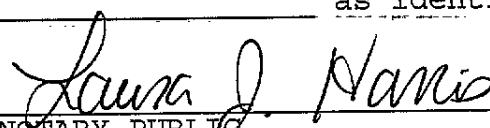
STATE OF FLORIDA
COUNTY OF SEMINOLE

FILED
SECRETARY OF STATE
93 APR 30 AM 11:54


Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 22 day of April, 1999, by BERRY J. WALKER, JR., who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.


NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

 Laura J Harris
My Commission CC745649
Expires May 27, 2002

AFFIDAVIT OF MEMBERSHIP WITH REGARD TO:
GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC
A FLORIDA LIMITED LIABILITY COMPANY

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, personally appeared, Berry J. Walker, Jr., Trustee, as trustee of MURRAY FAMILY TRUST, an Organizing Member of GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC, a Florida limited liability company, who, upon first being duly sworn according law, deposes and says:

1. My name is Berry J. Walker, Jr., Trustee and I am over the age of twenty-one years, sui juris, and competent to make this affidavit from my own personal knowledge.

2. I am the trustee of MURRAY FAMILY TRUST, which is an Organizing Member of GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC, a Florida limited liability company.

3. There is one Organizing Members of GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC, a Florida limited liability company whose names and mailing addresses are as follows:

NAME OF ORGANIZING MEMBER	ADDRESS OF ORGANIZING MEMBER
MURRAY FAMILY TRUST	1399 WEST STATE ROAD 434 LONGWOOD, FLORIDA 32750

4. As of the date of the filing of this Affidavit, MURRAY FAMILY TRUST, has contributed stock in Golden Florida Management, Inc., a Florida corporation, which is more particularly known to the GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC, a Florida limited liability company. The agreed upon value of the property is \$750,000.00). It is anticipated that this Organizing Member shall not contribute any additional property or capital to GOLDEN FLORIDA MANAGEMENT HOLDINGS, LC, a Florida limited liability company.

5. This Affidavit is made for the purpose of complying with Chapter 608 of the Florida Statutes regarding formation of a limited liability company.

FURTHER AFFIANT SAYETH NOT.


ORGANIZING MEMBER:

MANAGER:

MURRAY FAMILY TRUST:

By: 

Berry James Walker, Jr., Trustee



Berry J. Walker, Jr.

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 22 day of April, 1999, by Berry James Walker, who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.



Laura J Harris
My Commission CC745649
Expires May 27, 2002

Laura J. Harris
NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

STATE OF: Florida
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 22 day of April, 1999, by Berry James Walker, who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.



Laura J Harris
My Commission CC745649
Expires May 27, 2002

Laura J. Harris
NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:

99 APR 30 AM 11:54

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ORANGE COUNTY