

CAPITAL CONNECTIONS INC.
 417 E. Virginia Street, Suite 100, Tallahassee, Florida 32302
 (850) 224-8870 • 1-800-42-8067 • Fax (850) 227-1221

L99000003371

Benastar, LLC

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 ****337.50 ****337.50

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 JUN -9 PM 2:13

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status who will manage
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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 TALLAHASSEE, FLORIDA

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Name	6/9/99
Availability	dcc
Document Examiner	DCC
Updater	DCC
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Acknowledgement	DCC
P. Verifier	DCC
Signature	

W99000013413

Requested by: cy Date: 6/9 Time: 9:30
 Name: _____ Will Pick Up: _____
 Walk-In: _____

6/9/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 9, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET, SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: BENASTAR, L.L.C.
Ref. Number: W99000013413

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We have received your document for BENASTAR, 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):

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

Please change Article V. You must state either managed by Managers or Managing 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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 099A00031107

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99 JUN 10 AM 9:59
DEPARTMENT OF STATE
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TALLAHASSEE, FLORIDA

Corrected

ARTICLES OF ORGANIZATION
OF
BENASTAR, L.L.C
a Florida Limited Liability Company

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ARTICLE I
NAME

The name of this Limited Liability Company is BENASTAR, L.L.C. (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and street address of the Company's principal place of business is 8365 Shadow Pine Way, Sarasota, Florida 34238.

ARTICLE IV
DURATION

The Company's existence shall commence on the date of filing and shall have perpetual existence until it is dissolved and its affairs wound up in accordance with Chapter 608, Fla. Stat., and the Regulations of the Company.

ARTICLE V
MANAGEMENT

The Company shall be managed by a board of management, ~~who are managers elected by the members of~~ the Company in accordance with the Regulations of the Company. The sole member of the board of

management, until the first annual meeting of members or the election and qualification of his successor or successors shall be:

Phillip Vincen Collier
8365 Shadow Pine Way
Sarasota, FL 34238

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ARTICLE VI ADMISSION OF NEW MEMBERS

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE VII CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION AND MEMBER VOTING

A. Initial Contributions. The total amount of cash or property to be initially contributed by the members of the Company is listed in the attached affidavit.

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE VIII ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

ARTICLE IX AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

ARTICLE X - INDEMNITY OF MANAGERS AND OFFICERS

Any person made a party to any action, suit or proceeding by reason of the fact that he or she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee, or another limited liability company, corporation, partnership, joint venture, trust or other enterprise in which he or she served as such at the request of the Company, shall be indemnified by the Company against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him or her in connection with the defense of such action, suit or proceeding, or in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be judged in such action, suit or proceeding that such manager, managing member, officer, or employee is liable for negligence or misconduct in the performance of his or her duties.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any manager, managing member, officer, or employee may be entitled apart from the provisions of this Section, specifically, but not exclusively, in this regard the provisions of Section 608.4363 Fla. Stat., as the same may be amended from time to time, shall apply.

ARTICLE XI INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 909 S. Tamiami Trail, Suite 130, Nokomis, Florida 34275.

The initial Registered Agent is designated as GREG A. BETTERTON, ESQ.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 7th day of JUNE, 1999.

AUTHORIZED REPRESENTATIVE
OF MEMBER PHILLIP VINCEN COLLIER:


GREG A. BETTERTON, ESQ.

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STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 7th day of JUNE, 1998, by GREG A. BETTERTON, as Authorized Representative of BENASTAR, L.L.C., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

Sue Ann Herzog
Notary Public, State of Florida
My Commission Expires:



Sue Ann Herzog
My Commission CC758269
Expires July 12, 2002

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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THE UNDERSIGNED MEMBER or authorized representative of a member of
BENASTAR, L.L.C., deposes and says:

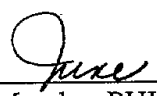
1. That the above-named limited liability company has at least one (1) member.
2. That the total amount of cash contributed by the members is \$100,000.00.
3. The total amount of property contributed by members is \$ ____-0-____.
4. That the total amount of cash or property anticipated to be contributed by members
is \$ ____100,000.00____. This total includes amounts from paragraph 2 above.
5. That he is the authorized representative of a member of BENASTAR, L.L.C.

Further Affiant sayeth naught.

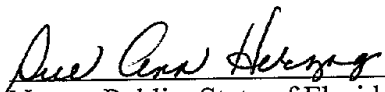


GREG A. BETTERTON, ESQ.
Affiant

STATE OF FLORIDA)
COUNTY OF SARASOTA)

 The foregoing instrument was acknowledged before me this 7th day of
June, 1999, by GREG A. BETTERTON, as Authorized Representative of
Member PHILLIP VINCEN COLLIER, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year
first written above.



Notary Public, State of Florida

My Commission Expires:



Sue Ann Herzog
My Commission CC758289
Expires July 12, 2002

ACCEPTANCE OF REGISTERED AGENT

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Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby state that he is familiar with, and accepts the obligations of his position as Registered Agent and designates as his location for service of process as:

GREG A. BETTERTON, ESQ.
909 S. Tamiami Trail, Suite 130
Nokomis, FL 34275

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)
GREG A. BETTERTON, ESQ.