

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

L99000004018

FILING COVER SHEET
ACCT. # FCA-14

CONTACT:

CINDY HICKS

DATE:

7/6/99

REF. #:

0171. 7426

CORP. NAME:

Morgan-Barton Holdings, L.L.C.

200002923252--5
-07/06/99--01034--002
****337.50 ****337.50

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> CERT. OF AUTHORITY | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -6 AM 11:09

STATE FEES PREPAID WITH CHECK# 46987 FOR \$ 337.50

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

☒ CERTIFIED COPY

☐ CERTIFICATE OF STATUS

☐ PLAIN STAMPED COPY

Examiner's Initials _____

99 JUL -6 AM 10:44

RECEIVED

L99-4018

ARTICLES OF ORGANIZATION
OF
MORGAN-BARTON HOLDINGS, L.L.C.

The undersigned, pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME

The name of the limited liability company shall be Morgan-Barton Holdings, L.L.C. (the "Company").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The mailing address of the principal office of the Company is P. O. Box 1819, Windermere, Florida 34786, and the street address of the principal office of the Company is 12422 Park Avenue, Windermere, Florida 34786.

ARTICLE III - DURATION

The term of existence of the Company shall commence on the date of filing, and shall continue until December 31, 2049, unless sooner dissolved pursuant to the Articles of Organization or the Regulations of the Company, or by operation of law.

ARTICLE IV - MANAGEMENT

The Company is to be managed by the Members. The name and address of the initial Managing Member of the Company, who shall serve as Managing Member until replaced as provided in the Company's Regulations, are as follows:

Jacqueline Van Vliet
12422 Park Avenue
P. O.Box 1819
Windermere, Florida 34786

ARTICLE V - NEW MEMBERS

New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, all of the Members.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -6 AM 11:00

ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of all of the remaining Members (other than the terminated Member and such Member's successors-in-interest).

ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

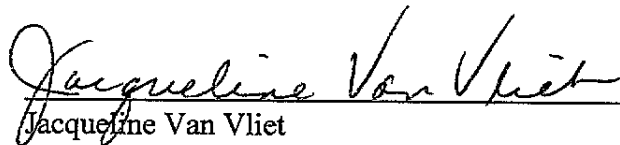
The street address of the initial registered office of the Company in the State of Florida shall be 12422 Park Avenue, Windermere, Florida 34786. The name of the registered agent of the Company at that address is Jacqueline Van Vliet.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization this 25th day of May, 1999.


Jacqueline Van Vliet

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.


Jacqueline Van Vliet

Date: May 25, 1999

G:\TAX\SDD\vanvliet-llc-art.wpd

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -6 AM 11:09

STATE OF FLORIDA


COUNTY OF ORANGE

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

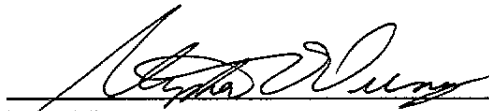
BEFORE ME, the undersigned, personally appeared JACQUELINE VAN VLIET, a Member of MORGAN-BARTON HOLDINGS, L.L.C., a Florida limited liability company (hereinafter referred to as the "Company"), of Orange County, Florida, who upon being duly sworn, certified as follows:

1. The Company has at least one Member.
2. The total amount of cash contributed by the Members of the Company is \$2,000,000.00.
3. No property other than cash has been contributed by the Members of the Company.
4. The total amount of cash and property contributed and anticipated to be contributed by Members of the Company is \$2,000,000.00.

FURTHER AFFIANT SAITH NOT.


Jacqueline Van Vliet

Sworn to and subscribed before me this 25th day of May, 1999, by JACQUELINE VAN VLIET, a member of MORGAN-BARTON HOLDINGS, L.L.C., a Florida limited liability company. Said person (check one) ☒ is personally known to me, ☐ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or ☐ produced other identification, to wit: _____



Print Name: _____

Notary Public, State of Florida

Commission No.: _____

My Commission Expires: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -6 AM 11:09