

LA9000004163

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000016246 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 922-1003

From: Account Name : BROAD AND CASSEL (ORLANDO)  
Account Number : I19980000090  
Phone : (407) 839-4200  
Fax Number : (407) 425-8377

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUL 12 PM 12: 56

LIMITED LIABILITY COMPANY

FULLERS CROSSING, L.L.C.

Name	
Availability	MJH
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$346.25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JUL 12 AM 10: 45

Electronic Filing Menu

Corporate Filing

Public Access Help

Florida Dept. of State Electronic Filing  
Facsimile Audit No. H990000162463

**ARTICLES OF ORGANIZATION  
OF  
FULLERS CROSSING, L.L.C.**

The undersigned acting as the organizer of Fullers Crossing, L.L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

**ARTICLE I  
Name:**

The name of the limited liability company is Fullers Crossing, L.L.C. (the "Company").

**ARTICLE II  
Address:**

The mailing address and street address of the principal office of the limited liability company is 604 S. Lake Sybelia Drive, Maitland, Florida 32751.

**ARTICLE III  
Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Regulations of the Company.

**ARTICLE IV  
Management:**

The Company is to be managed by Managers, and the names and addresses of the initial managers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Edmund P. Hampden	President	604 S. Lake Sybelia Drive Maitland, Florida 32751
Coly D. McDaniel, III	Vice President	1024 Grier Avenue Orlando, Florida 32804

A Manager or Managers to succeed the initial Manager shall be elected by the Members as described in the Regulations.

Attorney Name: Gene E. Crick, Jr.  
Broad and Cassel - Attorneys at Law  
390 North Orange Avenue, Suite 1100  
Orlando, Florida 32801  
Telephone (407) 839-4200  
Florida Bar No.: 0972258

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUL 12 PM 12:56

Florida Dept. of State Electronic Filing  
Facsimile Audit No. 4990000162463

**ARTICLE V**  
**Admission of Additional Members**

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

**ARTICLE VI**  
**Adoption of Regulations:**

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

**ARTICLE VII**  
**Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Edmund P. Hampden and the street address of the Company's initial registered office is 604 S. Lake Sybelia Drive, Maitland, Florida 32751.

**ARTICLE VIII**  
**Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

**ARTICLE IX**  
**Indemnification:**

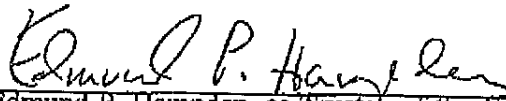
Each individual or entity who is or was a Manager or Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Member or Manager existing at the time of such repeal or amendment.

Fla. Dept. of State Electronic Filing  
Facsimile Audit No. H990000162463

**ARTICLE X**  
**Continuation of Business:**

Unless dissolved in accordance with the Company's Regulations, the remaining Members shall continue the business of the Company, which shall not be dissolved, 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.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization as of this 1<sup>st</sup> day of July, 1999.

  
Edmund P. Hampden, as Trustee of the Edmund P. Hampden Revocable Trust dated April 30, 1986, Member

Florida Dept. of State Electronic Filing  
Facsimile Audit No. 4990000162463

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Fullers Crossing, L.L.C.
2. The name and address of the registered agent and office is:

Edmund P. Hampden  
604 S. Lake Sybelia Drive  
Maitland, Florida 32751

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.

By: Edmund P. Hampden  
Edmund P. Hampden

Dated this 1<sup>st</sup> day of July, 1999.

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member of Fullers Crossing, L.L.C. deposes and says:

1. The total amount of cash contributed by the members is \$10,000.
2. The agreed value of property other than cash contributed by the members is \$144,107.81. The property contributed is all right, title and interest in two (2) real estate land contracts.
3. The total amount of cash or property anticipated to be contributed by the members is \$354,107.81. This total includes amounts from paragraphs 1 and 2 above.

Edmund P. Hampden, as Trustee of the Edmund P. Hampden Revocable Trust dated April 30, 1986, Member

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of July, 1999, by Edmund P. Hampden, as Trustee of the Edmund P. Hampden Revocable Trust dated April 30, 1986, a Member of Fullers Crossing, L.L.C., and who is personally known to me and who did not take an oath.

  
(Signature of Notary Public)

Zayne L. Kennedy  
(Typed name of Notary Public)  
Notary Public, State of Florida  
Commission No. \_\_\_\_\_  
My commission expires: \_\_\_\_\_  
Fl. Drivers License # \_\_\_\_\_  
H913-215-51-290-0