

L 99000004576

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

000002943340--6

-07/27/99-01069-024

****337.50 ****337.50

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

1. Congress Industrial Park, L.C.
(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

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" 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

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

SL 7-28-99

FILED
JUL 27 AM 8:00
TALLAHASSEE, FLORIDA
RECEIVED
JUL 27 PM 3:01

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
CONGRESS INDUSTRIAL PARK, L.C., A LIMITED LIABILITY COMPANY**

We, the undersigned, as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

ARTICLE I

NAME

The name of this limited liability company is CONGRESS INDUSTRIAL PARK, L.C., referred to in these Articles of Organization as the "Company."

ARTICLE II

REGISTERED OFFICE AND AGENT

The registered office of the Company is 6530 W. Rogers Circle, Suite 31, Boca Raton, FL 33487. The Company's registered agent is Sean M. Leder, whose office is located at 6530 W. Rogers Circle, Suite 31, Boca Raton, FL 33487.

ARTICLE III

DURATION

Unless dissolved earlier, the Company will dissolve automatically on December 31, 2030.

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90 JUL 27 AM 8:00

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NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

ARTICLE IV

PRINCIPAL OFFICE

The address of the principal office of the Company is 6530 W. Rogers Circle, Suite 31, Boca Raton, FL 33487, and the mailing address shall be the same.

ARTICLE V

MEMBERS

The Company has three (3) members whose names and addresses are as follows:

L.G. Investment Group, L.C.
6530 W. Rogers Circle, Suite 31
Boca Raton, FL 33487

Steve Wolf
6530 W. Rogers Circle, Suite 31
Boca Raton, FL 33487

Eric Wolf
6530 W. Rogers Circle, Suite 31
Boca Raton, FL 33487

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NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

The Company may admit new members as provided in the Company's operating agreement.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of the Company shall terminate the Company, unless the remaining members shall unanimously agree to continue the business of the Company, in which event, the Company shall not so terminate.

ARTICLE VI
PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

ARTICLE VII
MANAGEMENT

Section 7.01 Management by Members

The Company will be managed by its members.

Section 7.02 Operational Authority of Members

(a) Means of Decision Making. Except as provided in Section 7.02(b), in the Company's operating agreement, or by resolution or written action of the members:

(i) the members, acting as a group, have sole authority to manage the Company and are authorized to make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the Company to conduct or further the Company's business;

(ii) each member has the voting power stated in the Company's required records;

(iii) action by the members requires either

(A) a properly called meeting of the members, with a quorum present of at least seventy-five (75%) percent of the voting power of the membership interests, and a resolution approved by the affirmative vote of at least seventy-five (75%) percent of the voting power then present, or

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99 JUL 27 AM 8:00
TALAMAS COUNTY

(B) a written action, signed by members holding at least seventy-five (75%) percent of the voting power of the membership interests.

This provision does not alter or waive any duty that a member may have to the Company concerning the member's exercise of management authority.

(b) Delegation of Managerial Authority. The members may delegate to a subcommittees of members, an individual member, or an employee of the Company any management responsibility or authority except those matters described in Section 6.03.

Section 7.03 Matters Reserved to the Members Acting as a Whole

Neither any member nor any delegate of the members has authority to take any of the following actions, unless first authorized by members holding seventy-five (75%) percent of the voting power of the membership interests, with the authorization given either by vote at a properly called meeting of the members or by written consent:

make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the Company, conduct or further the Company's business

Section 7.04 Nonliability of Members for Acts or Omissions in Their Managerial Capacity

To the full extent permitted by Florida Statute, all members are released from liability for damages and other monetary relief on account of any act, omission, or conduct in the member's managerial capacity. This release [does] [does not] protect a member from being required by a court to purchase the membership interest

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JACKSONVILLE, FLORIDA

another member who successfully contends that the member has committed actionable oppressive acts to the prejudice of the other members. No amendment or repeal of this section affects any liability or alleged liability of any member for any acts, omissions, or conduct that occurred prior to the amendment or repeal.

Section 7.05 No Authority of Members

Except as authorized under Section 7.02(a), no individual member has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company.

ARTICLE VIII

RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of the Company's operating agreement, then, to the extent allowed by law, the operating agreement will govern.

ARTICLE IX

CONTRIBUTIONS

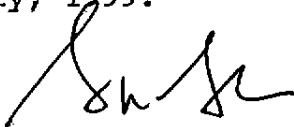
The initial capital contribution and the amount of cash contributed to the Company is Three Thousand (\$3,000.00) Dollars and a description of property other than cash contributed by members is:

NONE

The total amount of cash or property anticipated to be contributed by members to the Company is Three Thousand (\$3,000.00) Dollars. This total includes amounts from cash contributions and the agreed value of the property contributed.

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99 JUL 27 AM 8:00
OFFICE OF THE
CLERK OF THE
COURT

The undersigned Incorporator has executed these Articles of Organization on this _____ day of July, 1999.



SEAN M. LEDER, Organizer

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 26th day of July, 1999 by SEAN M. LEDER. He is personally known to me or has produced _____ as identification and did (did not) take an oath.



Notary Public

Print Name: Cynthia C. Mendoza

My Commission Expires:



Cynthia C. Mendoza
MY COMMISSION # CC577313 EXPIRES
August 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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99 JUL 27 AM 8:00
CLERK OF DISTRICT COURT
PALM BEACH COUNTY, FLORIDA

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 608.415, Florida Statutes, the
following is submitted:

CONGRESS INDUSTRIAL PARK, L.C., a limited liability company
being organized under the laws of the State of Florida, designates
6530 W. Rogers Circle, Suite 31, Boca Raton, Florida 33487, as its
registered office and has named SEAN M. LEDER as its agent to
accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for CONGRESS
INDUSTRIAL PARK, L.C., at the place designated in this Certificate,
I hereby agree to act in such capacity and acknowledge that I am
familiar with and agree to comply with the provisions of said Act
with respect to keeping such office open.

By: 

REGISTERED AGENT

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59 JUL 27 AM 8:00

CLERK OF DISTRICT COURT
MIAMI, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned member or authorized representative of a member of CONGRESS INDUSTRIAL PARK, L.C., upon being duly sworn, certifies as follows:

1. The above named limited liability company has at least one (1) member.

2. The total amount of capital contributed by the members is \$3,000.00.

3. If any, the agreed value of property other than cash contributed by the members is \$ _____. A description of the property is as follows:

NONE

4. The total amount of cash or property anticipated to be contributed by the members is \$3,000.00. This total includes amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

CONGRESS INDUSTRIAL PARK, L.C.

By: _____

SEAN M. LEDER

SWORN TO AND SUBSCRIBED BEFORE me this 26th day _____, 1999.

My Commission Expires:

Cynthia C. Mendoza
Printed Name: Cynthia C. Mendoza
Notary Public, State of Florida

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Cynthia C. Mendoza
MY COMMISSION # CC577313 EXPIRES
August 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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