

L9900004577

DEPARTMENT OF STATE
FILING COVER SHEET

Date: July 27, 1999

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Joan Perrenot (243)

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Corporation Name: Commons Mississippi I, LLC

Entity Number (if applicable): _____

Authorization: J Perrenot

☒ Art. of Org. Certified Copy (1-9) ☐ Plain Copy ☐ UCC'S ☐ Certificate of Status
() Call When Ready (☒) Call if Problem (☒) Walk In

<input checked="" type="checkbox"/>	NEW FILINGS/OTHER FILINGS	<input checked="" type="checkbox"/>	AMENDMENTS/REGISTRATION/ QUALIFICATION
	PROFIT		AMENDMENT
	NONPROFIT		RESIGNATION OF R.A., OFFICER/DIRECTOR
<input checked="" type="checkbox"/>	LIMITED LIABILITY		CHANGE OF REGISTERED AGENT
	DOMESTICATION		DISSOLUTION/WITHDRAWAL
	OTHER		MERGER
	ANNUAL REPORT		FOREIGN CORPORATION
	FICTITIOUS NAME		LIMITED PARTNERSHIP
	NAME RESERVATION		REINSTATEMENT
			TRADEMARK
			OTHER

CF Internal Use Only

Client: 33926 Matter: 70165

TAL#501656.02

52-28-99

ARTICLES OF ORGANIZATION
OF
COMMONS MISSISSIPPI I, L.C.

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned (the "Members") acting as the organizers of Commons Mississippi I, L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE 1
NAME

The name of the limited liability company is Commons Mississippi I, L.C. (the "Company").

ARTICLE 2
PURPOSE AND POWERS

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 3
INITIAL REGISTERED AGENT, AND REGISTERED OFFICE ADDRESS
AND PRINCIPAL PLACE OF BUSINESS

A. Initial Registered Agent and Office. The initial registered agent for the Company to receive service of process is Bradford S. Kanan. The street address of the Company's initial registered office is 1325 W. Colonial Dr., Orlando, FL 32804.

B. Principal Place of Business. The mailing address and the street address of the Company's principal place of business is 1325 W. Colonial Dr., Orlando, FL 32804.

ARTICLE 4
CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION
AND MEMBER VOTING

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the Members to the Company is as follows:

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93 JUN 27 AM 8:07
SHERIFF'S OFFICE
FLORIDA

	Amount	Percentage
1. Bradford S. Kanan	\$ 25.00	5%
2. Rhonda J. Kanan	\$ 25.00	5%
3. Kanan Family Limited Partnership	\$ 450.00	90%
Total Initial Contributions	\$ 500.00	100%

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

ARTICLE 5

ADMISSION OF NEW MEMBERS

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

ARTICLE 6

MANAGERS

The business of the Company shall be managed by a Manager elected by the Members holding fifty-one percent (51%) of the then outstanding contributed and not returned capital of the Company. The Manager may be, but is not required to be, a Member of the Company. The a Manager shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company. The name and business address of the initial Manager of the Company until the first annual meeting of the Members, or until its successor is elected and qualified, is:

Bradford S. Kanan
1325 W. Colonial Drive
Orlando, FL 32804.

ARTICLE 7

PERIOD OF DURATION

The Company's existence shall commence upon the filing of these Articles of Organization and shall be thirty (30) years, unless dissolved sooner in accordance with the terms of the Regulations of the Company. Upon the death, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, unless the business of the Company is continued by the unanimous written consent of all the remaining Members, the Company shall dissolve.

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NOTARIAL PUBLIC
TAMM LASSER, FLORENCE

ARTICLE 8
NON-LIABILITY AND INDEMNIFICATION

A. Non-Liability. A Manager of this Company shall not be personally liable to the Company or its Members for monetary damages for breach of fiduciary duty as a Manager, except for liability (i) for a breach of the Manager's duty of loyalty to the Company or its Members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (iii) for a transaction from which the Manager derived an improper personal benefit, or (iv) under §608.4363(7), Fla. Stat., (or any similar provision of any subsequent law enacted in Florida).

B. Indemnification. Each individual or entity who is or was a Manager 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 of the Company ("Indemnatee"), 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 Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The Company may, by action of the Manager, provide indemnification to such of the officers, employees and agents of the Company to such extent and to such effect as the Manager shall determine to be appropriate and authorized by applicable law. 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 Manager or officer existing at the time of such repeal or amendment.

ARTICLE 9
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 10
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.

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2020 JUN 27 AM 8:00
CLERK OF THE COURT
JACKSONVILLE, FLORIDA

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization as of this 26th day of July, 1999.

KANAN FAMILY LIMITED PARTNERSHIP

By: [Signature]
Bradford S. Kanan, General Partner

[Signature]
BRADFORD S. KANAN

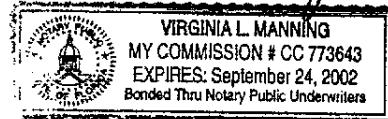
[Signature]
RHONDA J. KANAN

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99 JUL 27 AM 8:07
TALLAHASSEE, FLA

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of July, 1999, by Bradford S. Kanan, as General Partner of the Kanan Family Limited Partnership, a Florida limited partnership, on behalf of the limited partnership. He is personally known to me, ~~or has produced~~ as identification.

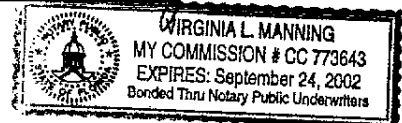
Virginia L. Manning
Notary Public



STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of July, 1999, by Bradford S. Kanan. He is personally known to me, ~~or has produced~~ as identification.

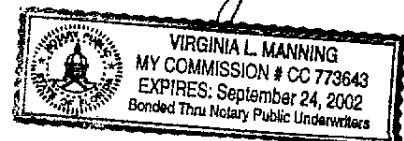
Virginia L. Manning
Notary Public



STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of July, 1999, by Rhonda J. Kanan. She is personally known to me, ~~or has produced~~ as identification.

Virginia L. Manning
Notary Public



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I, Bradford S. Kanan, hereby accept my designation as registered agent of the Company and acknowledge that I am familiar with and accept the obligations of such position.



Bradford S. Kanan

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TALLAHASSEE, FLORIDA

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF ORANGE

The undersigned, being duly sworn hereby states and deposes as follows:

1. That he is a Member of Commons Mississippi I, L.C. (the "Company") and is familiar with the facts herein.
2. That there is at least one Member of the Company.
3. That the amount of cash capital contributed to date to the Company is zero.
4. That the value of any and all other assets contributed to date to the Company is zero.
5. That it is anticipated that the Members will contribute the following amounts of capital in cash to the Company:

A. Bradford S. Kanan	\$ 25.00
B. Rhonda J. Kanan	\$ 25.00
C. Kanan Family Limited Partnership	\$ <u>450.00</u>
Total Contributions	\$ 500.00

6. That the value of any and all other assets anticipated to be contributed to the Company is zero.

Further Affiant Sayeth Naught.



Bradford S. Kanan

SWORN TO AND SUBSCRIBED before me this 26th day of July, 1999, by Bradford S. Kanan, who is personally known to me, or who has produced _____ as identification.



Notary Public

