# L99000005288

August 19, 1999

Registration Section Division of Corporations PO Box 6327 Tallahassee, FL 32314

Dear Registration Section:

Please see the attached Articles of Organization for Teaford Ventures, L.L.C. My contact information appears below:

Jonathan Teaford 777 South Flagler Drive, Suite 1750 West Palm Beach, Florida 33401 (561) 833-9220

Thank you for your assistance.

Sincerely,

Ionathan Teaford

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## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### **ARTICLE I - Name:**

The name of the Limited Liability Company is:

Teaford Ventures, L.L.C.

#### **ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

777 South Flagler Drive, Suite 1750 West Palm Beach, FL 33401

#### **ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be:

The existence of the Company shall be perpetual

## ARTICLE IV - Management: (Check the appropriate box and complete the statement)

- □ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- The Limited Liability Company is to be managed by the members and the name(s) and addresses of such managing manager(s) is/are:

Jonathan Teaford 777 South Flagler Drive, Suite 1750 West Palm Beach, FL 33401

#### ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

In the event any additional members are admitted to Teaford Ventures, LLC, the interest of the most recently admitted member shall be as specified at the time such new member(s) shall be admitted and the interests of all other members of the company shall be proportionately reduced. The foregoing shall not apply to any substituted member who is the transferee of an interest.

### ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on 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 the limited liability company shall be:

Upon the death, bankruptcy (or assignment for the benefit of creditors) or withdrawal of a member, the existence of Teaford Ventures, LLC shall terminate unless there are at least two remaining members and a majority of the remaining members consent to continue the business of Teaford Ventures, LLC within ninety (90) days thereafter;

ARTICLE VII - Affidavit of Membership and Contributions	- <del>- 第</del>	SA AUG
The undersigned member or authorized representative of a member of  Teaford Ventures, LLC certifies:	NATE AND SE	17 9.Dh
1) the above named limited liability company has at least one member;		₩ ₩
2) the total amount of cash contributed by the member(s) is \$125,000.00:	<b>T</b>	3
3) if any, the agreed value of property other than cash contributed by member(s	s) is <u>\$0,0</u>	<u>)0;</u>
4) the total amount of cash and property contributed and anticipated to be contributed (s) is \$125,000.00  Signature of a member or an authorized representative of a member o		у
(In accordance with section 608.408(3), Florida Statutes, the execution of the	is	_

Filing Fee: \$250.00 for Articles and Affidavit

Typed or printed name of signee

affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 2. The name and the Florida street address of the registered agent are:

Jonathan Teaford NAME

777 South Flagler Drive, Suite 1750
Florida street address (P. O. Box NOT ACCEPTABLE)

W
West Palm Beach, Fl 33401
CITY, STATE AND ZIP

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.

SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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