

L99000005453

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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RECEIVED
99 AUG 31 PM 4:43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Abraham Properties, LLC

☐ Profit

☐ NonProfit

☒ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☒ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

8/31

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THANKS

CONNIE BRYAN

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99 AUG 31 AM 9:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK 8/31/99

**ARTICLES OF ORGANIZATION
OF
ABRAHAM PROPERTIES, LLC
a Florida limited liability company**

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DIVISION OF CORPORATIONS
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1. The name of this limited liability company is ABRAHAM PROPERTIES, LLC (the "Company").
2. The Company is being formed for the following purposes:
 - a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
 - b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
 - c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the Company or which at any time appear conducive thereto or expedient.

This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.

3. The mailing address of the principal office of the Company is:

P.O. Box 958
Pasea Estate, Road Town, Tortola
British Virgin Islands (BVI)

The street address of the principal office of the Company is:

Pasea Estate, Road Town, Tortola
British Virgin Islands (BVI)

4. The name and address of the registered agent of the Company is:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The Company shall only admit additional members with the unanimous written consent of the Company's members.

6. The Company shall have perpetual existence unless sooner dissolved in accordance with the Florida Limited Liability Company Act, as amended from time to time. Accordingly, the members may continue the Company and the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.
7. The Company is to be managed by its managers. Any manager shall have the authority and right to act on behalf of or bind the Company in connection with any matter. The name and address of the initial manager is:

Bognor Participation Corp.
P.O. Box 958
Pasea Estate, Road Town, Tortola
British Virgin Islands (BVI)

8. The Company, with the unanimous written consent of the members, shall have the right to amend or repeal any provisions contained in these Articles of Organization or any amendments hereto. Further, the power to adopt, alter, amend or repeal the Company's limited liability company regulations shall be vested in the Company's members.
9. The Company shall indemnify any and all of its members, officers, employees or agents or former officers, employees or agents or any person or persons who may have served at its request as an officer, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or her legal representative may be made a party or may be threatened to be made a party, by reason of her being or having been an officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any officer, employee or agent may be entitled as a matter of law or which she may be lawfully granted.

IN WITNESS WHEREOF, the undersigned member of ABRAHAM PROPERTIES, LLC has executed these Articles of Organization this 20th day of August, 1999.

MEMBER:
BOGNOR PARTICIPATION CORP.

By: 

Kay-Linda Richardson,
Authorized Representative

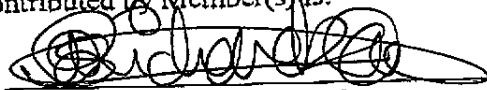
By: 

Annetta Penn,
Authorized Representative

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member of Abraham Properties, LLC certifies:

1. the above named limited liability company has at least one member,
2. the total amount of cash contributed by the Member(s) is: \$0
3. if any, the agreed value of property other than cash contributed by Member(s) is: \$0
4. the total amount of cash and property contributed and anticipated to be contributed by Member(s) is: \$2,000,000



Signature of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

BOGNOR PARTICIPATION CORP.

By its Authorized Representatives:

Kay-Linda Richardson

(Typed or printed name of signee)

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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for ABRAHAM PROPERTIES, LLC, at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with and accepts, the obligations of a Registered Agent under the Florida Limited Liability Company Act.

CT Corporation System

By: Conie Bryan
Print Name: CONIE BRYAN
Print Title: SPECIAL ASSISTANT SECRETARY

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