

L99000005937  
BRUCE H. LITTLE, P.A.

ATTORNEY AT LAW

1001 NORTHEAST 26 STREET, SUITE 40  
FORT LAUDERDALE, FLORIDA 33305

MARITAL AND FAMILY LAW  
PERSONAL INJURY AND WRONGFUL DEATH  
LABOR ADMINISTRATIVE AND  
GOVERNMENTAL LAW

TELEPHONE (954) 561-2801  
FACSIMILE (954) 561-9360

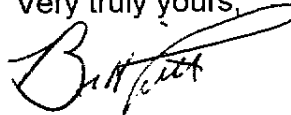
August 20, 1999

Florida Department of State  
Divisions of Corporations  
Tallahassee, Florida 32399

Dear Sirs:

Enclosed you will find in filing the Articles of Organization of All Parts Cycle, Limited Liability Company, Affidavit of Membership and Contributions, and the Certificate of Designation of Registered Agent/Registered Office. Also enclosed is the \$250.00 filing fee. If there are any problems, please let me know.

Very truly yours,



BRUCE H. LITTLE

BHL/smt  
Enclosures  
cc: Robert Santo

CLIENTS\SANTO\STATE.LTR

600002967426--8  
-08/24/99--01003--009  
\*\*\*\*250.00 \*\*\*\*250.00

600002967426--8  
-08/10/99--01063--001  
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L99-5937

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**BRUCE H. LITTLE, P. A.**

ATTORNEY AT LAW

1881 NORTHEAST 26 STREET, SUITE 40  
FORT LAUDERDALE, FLORIDA 33305

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TELEPHONE (954) 561-2801  
FACSIMILE (954) 561-9360

September 7, 1999

Florida Department of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

600007234023--5  
-0109-0167-001  
\*\* \*\* \*\* 35.00

SUBJECT: ALL PARTS CYCLE, LIMITED LIABILITY COMPANY  
Ref. Number: W99000019704

Dear Sirs:

Enclosed you will find the additional \$35.00 due per your letter of August 25, 1999 in filing the Articles of Organization of All Parts Cycle, Limited Liability Company, Affidavit of Membership and Contributions, and the Certificate of Designation of Registered Agent/Registered Office. I have also enclosed your letter per your request. If there are any additional problems, please let me know.

Thank you for your assistance.

Very truly yours,



BRUCE H. LITTLE

FILED  
SEP 10 PM 3:01  
STATE OF FLORIDA  
TALLAHASSEE

BHL/smt  
Enclosures  
cc: Robert Santo

CLIENTS\SANTO\STATE.L2



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 25, 1999

BRUCE H. LITTLE  
1881 NORTHEAST 26 STREET, SUITE 40  
FORT LAUDERDALE, FL 33305

SUBJECT: ALL PARTS CYCLE, LIMITED LIABILITY COMPANY  
Ref. Number: W99000019704

We have received your document for ALL PARTS CYCLE, LIMITED LIABILITY COMPANY and check(s) totaling \$250.00 of which \$250.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$35.00 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 699A00042643

FILED

SEP 10 PM 5:00



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 25, 1999

BRUCE H. LITTLE  
1881 NORTHEAST 26 STREET, SUITE 40  
FORT LAUDERDALE, FL 33305

SUBJECT: ALL PARTS CYCLE, LIMITED LIABILITY COMPANY  
Ref. Number: W99000019704

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Tammi Cline  
Document Specialist

Letter Number: 699A00042643

FILED

09 SEP 10 PM 5:00

**ARTICLES OF ORGANIZATION  
OF  
ALL PARTS CYCLE,  
LIMITED LIABILITY COMPANY**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be ALL PARTS CYCLE, LIMITED LIABILITY COMPANY.

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is 4506 Seagrape Drive, Lauderdale By The Sea, Florida 33308.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

FILED  
2020 SEP 19 PM 5:00  
TALLAHASSEE, FLORIDA  
CLERK OF THE COURT

#### **ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida is Robert Santo at 4506 Seagrape Drive, Lauderdale By The Sea, Florida 33308.

#### **ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash set forth in Exhibit "A".

#### **ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

#### **ARTICLE VII -- ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless 100% of the members of

the company other than the member proposing to dispose of his or her interest shall approve of the proposed transfer by written consent.

### **ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

### **ARTICLE IX -- MANAGEMENT**

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Helen G. Santo at 4506 Seagrape Drive, Lauderdale By The Sea, Florida 33308.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Broward County, Florida on August 11, 1999.

FILED  
2009 SEP 19 PM 5:00  
BROWARD COUNTY CLERK  
RECEIVED

ARTICLES OF ORGANIZATION OF  
ALL PARTS CYCLE, LIMITED LIABILITY COMPANY

Sworn to and subscribed before me this 11th day of August, 1999 by Robert Santo.



Robert Santo  
ROBERT SANTO

Sarah M. Taylor  
Sarah M. Taylor Notary Public - State of Florida

Personally Known or produced identification

Type of Identification Produced Id. Direct License SS30-01637.1504

FILED  
SEP 19 11:50:00  
NOTARY PUBLIC  
STATE OF FLORIDA



## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of Florida Statute 608.414 or 608.507, **ALL PARTS CYCLE, LIMITED LIABILITY COMPANY**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **ALL PARTS CYCLE, LIMITED LIABILITY COMPANY**.
2. The name and street address of the registered agent in Florida are:

Robert Santo  
4506 Seagrape Drive  
Lauderdale By The Sea, Florida 33308.

FILED  
06 SEP 10 PM 5:00  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
DADE COUNTY, FLORIDA

The undersigned, being the person named in the articles of organization of **ALL PARTS CYCLE, LIMITED LIABILITY COMPANY**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Sworn to and subscribed before me this 11<sup>th</sup> day of August, 1999 by  
Robert Santo.



Robert Santo  
Registered Agent, Robert Santo

Sarah M. Taylor  
Notary Public - State of Florida  
Sarah M. Taylor

Personally Known or produced identification

Type of Identification Produced A. Driver License S530-016-37-150-4

FILED

00 SEP 10 PM 5:00

00 SEP 10 PM 5:00

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **ALL PARTS CYCLE, LIMITED LIABILITY COMPANY**, deposes and says:

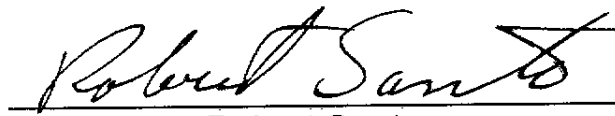
1. The above-named limited liability company has at least one member.
2. The total amount of cash contributed by the member(s) is \$3,000.00., with no additional property, or no additional cash or property anticipated.

**THE AFFIANT SAYS NOTHING FURTHER**

Dated: August 11, 1999.

Sworn to and subscribed before me this 11 day of August, 1999 by Robert Santo.





Robert Santo



Notary Public - State of Florida  
Sarah M. Taylor

Personally Known or produced identification  
Type of Identification Produced: Florida Drivers License S530-016-37-150-4

CLIENTS\SANTO\AFFIDAVIT

EXHIBIT "A"

FILED  
AUG 11 1999  
10:58 AM