

L99 000006744

SMITH, MACKINNON, GREELEY, BOWDOIN,
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September 28, 1999

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
OCT - 4 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Organization - Oliveira Properties, LC

400003004694--6

-10/04/99--01127--006
****125.00 ****125.00

Dear Sir / Madam:

Please file the enclosed original executed Articles of Organization of Oliveira Properties, LC in the records of the Florida Department of State. We have enclosed our check made payable to the Secretary of State in the total amount of \$125.00 for the appropriate filing fees.

For your information, we have also included a copy of the said Articles (to be date stamped and returned to us) and a self-addressed return envelope.

We would appreciate your prompt attention to this matter. If you have any questions, please contact our office. Thank you for your assistance.

Very truly yours,

Ellen T. Ali

Ellen T. Ali
Real Estate Paralegal

W299-23478

L99-6744

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10/19

10/14
BILLING 100
COPY
R. AGENT 25
TOTAL 125
BALANCE DUE \$
REFUND \$

Enclosures	
Name	
Availability	
Document Examiner	UC
Uploader	
Uploader Verifier	
Acknowledgement	
A. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 12, 1999

SMITH, MACKINNON, GREELEY, BOWDOIN, EDWARDS, BROWNLEE
ATTN: ELLEN T. ALI
P.O. BOX 2254
ORLANDO, FL 32802-2254

SUBJECT: OLIVERIRA PROPERTIES, LC
Ref. Number: W99000023478

We have received your document for OLIVERIRA PROPERTIES, LC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

- ✓ If the limited liability company is to be managed by one of more managers, the document must contain a statement that the company is a manager-managed company.
- ✓ The registered agent must sign accepting the designation.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 799A00049269

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MACKINNON,
GREELEY,
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Robert O. Marks
Kevin K. Smith

FACSIMILE TRANSMISSION COVER SHEET

To: Brenda
Firm: Office of Secretary of State

Telecopier No. (850) 410-1015

DATE: October 15, 1999

NO. OF PAGES IN TRANSMISSION (INCL. COVER): - 6 -

FROM: Ellen Ali, Real Estate Paralegal

RE: Oliveira Properties, LC, a Florida Limited Liability Company

COMMENTS: Brenda - Attached please find an executed copy of the revised Articles of Organization for Oliveira Properties, LC. Please review and contact me so that I know it is acceptable and will be filed today. I apologize for any confusion we may have caused and your assistance is greatly appreciated. Thank you.

THE INFORMATION CONTAINED IN THIS TRANSMISSION IS ATTORNEY PRIVILEGED AND CONFIDENTIAL, INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, OR THE EMPLOYEE OR AGENT RESPONSIBLE TO DELIVER IT TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS TRANSMISSION IS PROHIBITED.

PLEASE CALL DEBBIE AT (407) 843-7300, IF YOU HAVE RECEIVED THIS MESSAGE IN ERROR OR IF THERE ARE ANY PROBLEMS WITH THE TRANSMISSION. IF RECEIVED IN ERROR, PLEASE CALL THE ABOVE NUMBER AND RETURN THE ORIGINAL TRANSMISSION TO US AT THE ABOVE ADDRESS BY U.S. MAIL. THANK YOU.

**SMITH, MACKINNON, GREELEY, BOWDOIN,
EDWARDS, BROWNLEE & MARKS, P.A.**

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October 15, 1999

Via Federal Express

Florida Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

Attention: Brenda

Re: Oliveira Properties, LC, a Florida Limited Liability Company
Document No. L99000006744

Dear Brenda:

Pursuant to our telephone conversation today, I am enclosing the original Articles of Organization of Oliveira Properties, LC. I have added the mailing address of the business under Article I.

It is my understanding that you have posted the Articles of Organization as of October 4, 1999.

Should you have any questions or need any additional information, please do not hesitate to contact our office. Your assistance in this matter has been greatly appreciated.

Very truly yours,



Ellen T. Ali
Real Estate Paralegal

Enclosure

**ARTICLES OF ORGANIZATION
OF
OLIVEIRA PROPERTIES, LC,
A FLORIDA LIMITED LIABILITY COMPANY**

FILED
99 OCT -4 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be Oliveira Properties, LC, and its principal place of business shall be located at 2524 Norfolk Road, Orlando, FL 32803. The mailing address shall be: 2524 Norfolk Road, Orlando, FL 32803.

**ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE**

This Company shall exist for a period of thirty (30) years commencing on the date of filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved according to law.

**ARTICLE III
GENERAL PURPOSE; GENERAL POWERS**

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

**ARTICLE IV
CONTRIBUTIONS TO CAPITAL**

The initial capital of the Company shall be Five Hundred and no/100 Dollars (\$500.00), which shall be contributed by the members in accordance with their initial ownership interests in the Company, which are as follows:

<u>Member</u>	<u>Ownership Interest</u>
Sergio DeOliveira	100%

No Member shall be entitled to receive interest in its or his contributions to capital. Each Member's contribution to capital shall be in cash or property as agreed upon by the Members. Additional contributions to capital by the Members may be required pursuant to acts of the Board of Managers.

ARTICLE V **INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Company shall be located at 2524 Norfolk Road, Orlando, FL 32803, and the initial Registered Agent of this Company at that address shall be Sergio DeOliveira. The Company may change its Registered Agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

ARTICLE VI **MANAGEMENT / INITIAL BOARD OF MANAGERS**

The management or conduct of the business and affairs of the Company shall be vested in a Board of Managers as provided in the Operating Agreement of the Company. This Company shall have one (1) Manager initially. The number of Managers may be either increased or diminished from time to time by the Operating Agreement of the Company. The name and street address of the initial Manager of this Company, who shall serve as Manager until the first annual meeting of the Members or until his successor is elected and qualify, is:

Sergio DeOliveira
2524 Norfolk Road
Orlando, FL 32803

ARTICLE VII **REGULATIONS**

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Board of Managers.

ARTICLES VIII
ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as determined by a majority in interest of the Members.

ARTICLE IX
**DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION
OR DISSOLUTION OF MEMBER**

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining Members shall continue the business of the Company pursuant to the applicable provisions of law, these Articles of Organization and the Operating Agreement.

ARTICLE X
AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

ARTICLE XII
MANAGER-MANAGED

That Oliveira Properties, LC is a manager-managed company; that the name and address of the managing member is:


Sergio DeOliveira
2524 Norfolk Road
Orlando, FL 32803

IN WITNESS WHEREOF, the undersigned do make and file these Articles of Organization declaring and certifying that the facts stated herein are true and correct, and do hereby subscribe thereto and hereunto set their hand and seal this 15th day of October, 1999.


Sergio DeOliveira

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of October, 1999, by **Sergio DeOliveira**, and who is [X] personally known to me or [] produced the following identification: _____, and who did not take an oath.



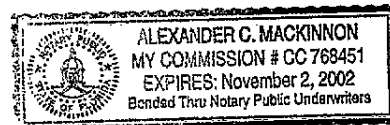
Notary Public

Alexander C. Mackinnon

Printed Name

My Commission Expires

Serial Number



**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

submitted: In compliance with Sections 48.091 and 608.416, Florida Statutes, the following is

Oliveira Properties, LC (the "Limited Liability Company") desiring to organize as a limited liability company or qualify under the laws of the State of Florida has named and designated Sergio DeOliveira as its Registered Agent to accept service of process within the State of Florida with its registered office located at 2524 Norfolk Road, Orlando, FL 32803.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Limited Liability Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Limited Liability Company, relating to the proper and complete performance of my duties as Registered Agent.

Dated this 15th day of October, 1999.



Sergio DeOliveira, Registered Agent

FILED
99 OCT -4 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA