

L090000 864 65

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

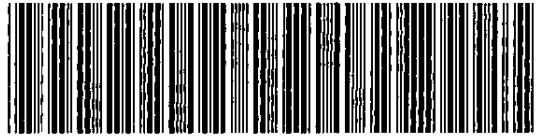
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:  
  
W09000039168

Office Use Only



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BRUCE

SEP 8 2009

EXAMINER

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: ALL OUT MANAGEMENT AND PROMOTION, LLC

Please return all correspondence concerning this matter to the following:

Theotis V. Willams  
\_\_\_\_\_  
(Name of Person)

All Out Management and Promotion, LLC  
\_\_\_\_\_  
(Firm)

5401 SW 21 Street, West Park, Fl 33023  
\_\_\_\_\_  
Address

For further information concerning this matter, please call:

Theotis Willams            At (954) 894-7768

Enclosed is a check for the following amount: \$155.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**FILED**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 31, 2009

THEOTIS V. WILLIAMS  
5401 SW 21 STREET  
WEST PARK, FL 33023

SUBJECT: ALL OUT MANAGEMENT AND PROMOTION, LLC  
Ref. Number: W09000039168

We have received your document for ALL OUT MANAGEMENT AND PROMOTION, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6984.

Deborah Bruce  
Regulatory Specialist II

Letter Number: 309A00029130

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**FOR**

**ALL OUT MANAGEMENT AND PROMOTION, LLC**

The undersigned subscribers to these Articles of Organization are natural persons competent to contract and hereby form this Organization for profit under Chapter 608,47 Of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Organization is:

ALL OUT MANAGEMENT AND PROMOTION, LLC

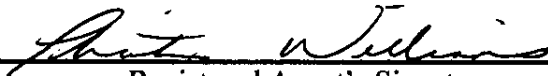
**ARTICLE 11 – PRINCIPAL OFFICE**

The address of the principal office of this organization is as follows: 2033 Hollywood, Blvd., Hollywood, Florida 33020, and at such other points in the United States and foreign countries as may, from time to time, be authorized by the Board of Directors. The mailing address is as follows: 5401 SW 21 Street, West Park, Fl 33023.

**ARTICLE 111 – REGISTERED OFFICE ANED REGISTEREDE AGENT**

The initial address of registered office of this organization is : 2033 Hollywood Blvd, Hollywood, Florida 33020. The name and address of the registered agent of this organization is: Theotis V. Williams, 2033 Hollywood Blvd., Hollywood, Fl 33020.

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 provision 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 as provided for in Chapter 608, F.S.,.



Registered Agent's Signature

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TALLAHASSEE, FLORIDA

**ARTICLE IV – MANAGERS OR MANAGING MEMBERS**

The names and address of each Manager or Managing Member is as follows:

<u>TITLE</u>	<u>NAME AND ADDRESS</u>
MGRM	THEOTIS V. WILLIAMS 2033 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020
MGRM	MAVERICK F. WILLIAMS 2033 HOLLYWOOD BLVD. HOLLYWOOD, FL 33020

**ARTICLE V – PURPOSE OF ORGANIZATION**

The purpose of the business shall be to carry on any act or activity lawful under the jurisdiction in which it operates.

**ARTICLE VI- POWERS OF ORGANIZATION**

The Organization shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Organizational.

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**ARTICLE VII – IDEMNITY AND EXCULPATION**

The Organization shall indemnify and hold harmless its members, managers, employees and agents to the fullest extent allowed by law for acts or omissions done as part of their duties to or for the company. Indemnification shall include all liabilities, expenses, attorney and accountant fees, and other costs reasonably expended. No member shall be liable to the company for acts done in good faith.

**ARTICLE VIII - DURATION**

This duration (term) of the Organization is perpetual or until dissolved as provided by law or by vote of the members as provided in the Operating Agreement.

**ARTICLE IX - DISSOLUTION**

Upon dissolution the remaining members shall have the power to continue the operation of the company as necessary and allowable under state law until the winding up of the affairs of the business has been completed.

**ARTICLE X - TAXES**

The company shall file such tax returns as required by law. The company shall elect to be taxed as a majority of the members decide is in their best interests. The tax matters partner as required by the Internal Revenue Code, shall be listed on Schedule A.

**ARTICLE VIII - EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval Secretary of State, State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member

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

THEOTIS V. WILLIAMS

\_\_\_\_\_  
Typed or printed name of an officer