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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

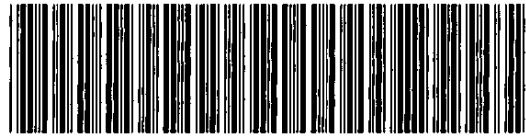
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Certified Copies _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 SEP 19 PM 12:59

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MADDEN and BREGOFF, PLC

Attorneys and Counselors at Law

John W. Madden
Keith Bregoff

789 South Federal Highway
Suite 308
Stuart, Florida 34994

Tel: (772) 220-3076
Fax: (772) 220-3767

September 18, 2007

Via UPS Overnight Mail to:
Bureau of Corporate Records
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Z BOUTIQUE, LLC, a Limited Liability Company

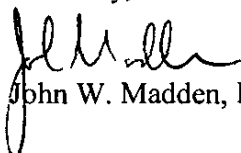
Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Organization of Z BOUTIQUE, LLC, which includes the Statement Accepting Appointment of Registered Agent, and our check in the amount of One Hundred Fifty-Five Dollars (\$155.00), representing payment as follows:

| | |
|--------------------------|------------------|
| Filing Fee | \$100.00 |
| Registered Agent's Fee | 25.00 |
| Certified Copy of Record | <u>30.00</u> |
| TOTAL | \$ 155.00 |

Once these Articles of Organization have been approved and filed by your office, please forward a certified copy of the charter to the undersigned using the additional copy enclosed herewith. Thank you.

Sincerely,


John W. Madden, Esq.

JWM/pnm
enclosures

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STATE OF FLORIDA
TALLAHASSEE

**ARTICLES OF ORGANIZATION
OF
Z BOUTIQUE, LLC
a LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
Name**

The name of the Limited Liability Company is: **Z BOUTIQUE, LLC.**

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: 201 Colorado Avenue, Stuart, Florida 34994.

**Article III
Registered Agent, and Registered Office**

The name and the Florida street address of the initial registered agent is: John W. Madden, Esq., 789 South Federal Highway, Suite 308, Stuart, Florida, 34994.

**Article IV
Transferability of Membership Interests:**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of the profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**Article V
Management**

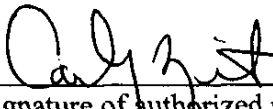
The Limited Liability Company is to be managed by a member or members and is, therefore, a member-managed company. The name and address of the Managing Member is Carly Zito, 201 Colorado Avenue, Stuart, Florida 34994.

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TALLAHASSEE
FLORIDA

Article VI
Company's Existence

The Company's existence shall begin effective as of September 19, 2007.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 18th day of September, 2007.



Signature of authorized representative

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

Carly Zito

Typed or printed name of signee

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

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



Signature of Registered Agent

John W. Madden, printed name

Dated: 9/18, 2007

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me this the 18th day of September, 2007 by Carly Zito, who is personally known to me or who has produced _____ (Type of identification) as identification and who did take an oath. She subscribed the above Articles of Organization, and did freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposed therein mentioned and set forth.



John Madden
NOTARY PUBLIC

PRINT NAME

SEAL

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