

L090000115169

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

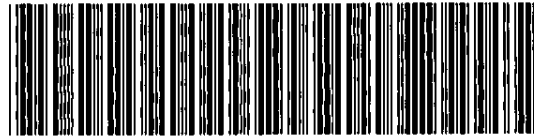
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500162978765

12/04/09--01002--009 **125.00

RECEIVED
09 DEC - 3 PM 4:19
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
09 DEC - 3 AM 8:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. KOHR

DEC - 4 2009

EXAMINER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Ecological Intellectual
Properties, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 DEC -3 AM 8:01

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ☒ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ☒ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: _____

Name

Date

Time

Walk-In _____

Will Pick Up _____

0

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 DEC -3 AM 8:01

**ARTICLES OF ORGANIZATION OF
ECOLOGICAL INTELLECTUAL PROPERTIES, LLC**

The undersigned certifies that he is acting as the organizer for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further certifies that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **ECOLOGICAL INTELLECTUAL PROPERTIES, LLC**, and its principal office shall be located at 13 Hendrickson Ave., in the City of Lynbrook, County of Nassau, State of New York, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address will be 13 Hendrickson Ave., Lynbrook, NY 11563.

**ARTICLE II
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform

any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III **MANAGEMENT**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of not less than two (2) managers. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company. The following are the names and addresses of the individuals who shall initially serve as managers of the limited liability company until the first annual meeting of the members or until its successors are elected and qualify in accordance with the Operating Agreement:

MICHAEL RICHTER
571 Surrey Pl.
Oceanside, NY 11572

BARRY RICHTER
10 W. Broadway
Long Beach, NY 11561

ARTICLE IV
MEMBERS

The names and addresses of the initial owners of this limited liability company, and the percentage ownership interest of each member, is as follows:

MICHAEL RICHTER	
571 Surrey Pl.	50%
Oceanside, NY 11572	

BARRY RICHTER	
10 W. Broadway	50%
Long Beach, NY 11561	

ARTICLE V
MEMBERSHIP INTERESTS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, or as set forth in the Operating Agreement of the limited liability company or any Shareholder Agreement entered into by the members of the limited liability company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI
DURATION

The limited liability company shall commence on the date the Articles of Organization are duly filed as required by law and shall continue in perpetuity, unless sooner terminated, liquidated or dissolved, as provided in the regulations adopted by members.

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2525 NE 9th Ave., City of Cape Coral, County of Lee, State of Florida 33909, and the name of the company's initial registered agent at that address is MICHAEL RICHTER.

The undersigned, being the organizing member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of **ECOLOGICAL INTELLECTUAL PROPERTIES, LLC**.

Executed by the undersigned at City of Lynbrook, County of Nassau, State of New York, on the 24 day of Nov, 2009.

By: Michael Richter
MICHAEL RICHTER

STATE OF New York)
COUNTY OF Nassau)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared MICHAEL RICHTER, Managing Member, who is personally known to me or who produced a Florida Drivers License as identification to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that he made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 24th day of Nov, 2009.

Notary Public

My Commission No.:

My Commission Expires: July 28, 2011

GARY W. GWINNER
Notary Public, State of New York
No. 01GW6096240
Qualified in Nassau County
Commission Expires

7/28/11

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That ECOLOGICAL INTELLECTUAL PROPERTIES, LLC, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, in the City of Lynbrook, County of Nassau, State of New York, has named **MICHAEL RICHTER**, located at 2525 NE 9th Ave., City of Cape Coral, County of Lee, State of Florida 33909, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


MICHAEL RICHTER