



THE UNITED STATES
CORPORATION
COMPANY

00000005691

ACCOUNT NO. : 072100000032

REFERENCE : 697106 7142564

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 155.00

ORDER DATE : May 15, 2000

ORDER TIME : 11:08 AM

ORDER NO. : 697106-005

700003254177--B

CUSTOMER NO: 7142564

CUSTOMER: Ms. Kristin Ernst
ROKNICH & GIBSON
ROKNICH & GIBSON
Suite 901
1800 Second Street
Sarasota, FL 34236

DOMESTIC FILING

NAME: IV OCEAN BREEZE, L.L.C.

W-12697

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAY 16 AM 9:58

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 16 PM 3:49

FILED

W-12697

EG



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 16, 2000

CSC
ATTN: DARLENE WARD

SUBJECT: IV OCEAN BREEZE, L.L.C.
Ref. Number: W00000012697

FILED
00 MAY 16 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for IV OCEAN BREEZE, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 200A00027406

RESUBMIT

Please give original
within 60 days of file date.

RECEIVED
00 MAY 17 PM 2:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF

IV OCEAN BREEZE, L.L.C.

The undersigned certify that we have associated ourselves together for the purposes of becoming 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. We further declare 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 IV OCEAN BREEZE, L.L.C., and its principal office shall be located at P.O. Box 2779, Sarasota, FL 34230, in the County of Sarasota, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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 lawful business or activity.
2. 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.

3. 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.

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

EXERCISE OF POWERS

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 the members of this limited liability company. 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.

ARTICLE IV

MANAGEMENT

This limited liability company is to be managed by the directors. The names and addresses of the persons who shall serve as manager until the first annual meeting of members or until a successor is elected and qualified are as follows:

- | | |
|---------------------|--|
| 1. TINA M. BISCHOFF | 905 SOUTH BLVD. OF THE
PRESIDENTS
SARASOTA, FL 34236 |
| 2. EUGENE L. PIERCE | 905 SOUTH BLVD. OF THE
PRESIDENTS
SARASOTA, FL 34236 |
| 3. PAMELA F. TAYLOR | 17601 PARKE IN.
GROSSE ILE, MI 48138 |
| 4. ROBERT M. TAYLOR | 17601 PARKE IN.
GROSSE ILE, MI 48138 |

ARTICLE V

MEMBERS

The following constitute the Members of this L.L.C. who shall own the L.L.C. as partners with each partner's ownership interest being the percentage set forth in the Operating Agreement for IV OCEAN BREEZE, L.L.C.:

1. TINA M. BISCHOFF
2. EUGENE L. PIERCE
3. PAMELA F. TAYLOR
4. ROBERT M. TAYLOR

FILED
00 MAY 16 PM 3:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MEMBERSHIP RESTRICTIONS

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 provided for in the separate operating agreement.

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. The member or members continuing the business shall compensate the departing member pursuant to the regulations of this limited liability company contained in the separate operating agreement.

ARTICLE VI

DURATION

The date and time when the existence of the limited liability company shall commence shall be 12:01 a.m. on May 5TH, 2000. This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 905 South Boulevard of the Presidents, V. Florida, City of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Tina Bischoff.

The undersigned, being a member of the limited liability company, certifies that this instrument constitutes the Articles of Organization of IV OCEAN BREEZE, L.L.C.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for IV OCEAN BREEZE, L.L.C. at the place designated in the Articles of Organization, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3).

Tina Bischoff
TINA BISCHOFF

STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this ___ day of May, 2000 by TINA BISCHOFF, as a member, on behalf of IV Ocean Breeze, L.L.C., a limited liability company, who is (Notary choose one) [☒] personally known to me, or [☐] who has produced ___ as identification.



Cynthia Ann Ernst
Signature of Notary Public

Printed name of Notary Public
My Commission expires: ___