Florida Department of State

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From:

Account Name : CONERLY & HELMICH, P.L.L.C.

Account Number : 119990000084 Phone : (850)837-5118

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LIMITED LIABILITY COMPANY

DART OF DESTIN, L.L.C.

Certificate of Status	
Certified Copy	0
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ARTICLES OF ORGANIZATION OF DART OF DESTIN, L.L.C.

The undersigned subscribers, hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I NAME

The name of this limited liability company shall be: DART OF DESTIN, L.L.C.

ARTICLE II DURATION

This limited liability company shall exist perpetually, from the date of filing of these Articles with the Secretary of State.

ARTICLE III PURPOSE AND POWERS

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company any shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business of the limited liability company is 323 Mountain Drive, Unit 1, Destin, Florida 32541, and the mailing address of the limited liability company is 323 Mountain Drive, Unit 1, Destin, Florida 32541.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 4481 Legendary Drive, Destin, Florida 32541, and the name of the initial registered agent at that address is Lamar Conerly, Jr.

ARTICLE VI CAPITAL

The capital of the limited liability company shall exist in \$80,000.00 in cash. The total contribution to the limited liability company is \$80,000.00.

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This instrument prepared by: Lamar Conerly, Jr., Esq. PO Box 5499, Destin, FL 32540 (850) 837-5118 FL Bar No.: 0998397

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DIVISION OF CHARGATION

ARTICLE VII MANAGEMENT

The limited liability company will be managed by the members. The names and addresses of the initial managing members of the limited liability company are as follows:

Thomas Mueller 323 Mountain Drive, Unit 1 Destin, Florida 32541 Albrecht Schwecht 8 Jade Cove Destin, Florida 32541

Ronald Cappelletti 4421 Commons Drive East Destin, Florida 32541-3487

ARTICLE VIII QUORUM

A quorum of the managing members consists of more than Fifty Percent (50%) of the voting interests of the managing members.

ARTICLE IX MANAGEMENT ACTION

A majority of the voting interests of the managing members of the Company voting, or their proxy, shall be required for all management action.

ARTICLE X COMPENSATION OF MANAGING MEMBERS

Compensation of management will be determined by unanimous vote of the voting interests of the managing members.

ARTICLE XI MANAGEMENT MEETINGS

No action by management can be taken without a meeting of the managing members. All regularly scheduled management meetings must be proceeded by at least two days notice of meeting, setting forth the date, time, place and purpose of the meeting.

ARTICLE XII SPECIAL MEETINGS

All special meetings of the managing members must be proceeded by reasonable notice of the meeting, setting forth the date, time, place and purpose of the meeting.

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A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transferor from all remaining members.

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ARTICLE XIII INITIAL MEMBERS

The names and addresses of the members of this limited liability company are as follows:

Thomas Mueller 323 Mountain Drive, Unit 1 Destin, Florida 32541

Albrecht Schwecht 8 Jade Cove Destin, Florida 32541

Ronald Cappelletti 4421 Commons Drive East Destin, Florida 32541-3487

ARTICLE XIV

ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

ARTICLE XV MEMBERSHIP

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

ARTICLE XVI DISPOSAL OF ASSETS

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by a majority of the voting interests of all the members.

ARTICLE XVII DISSOLUTION

Upon the death, retirement, resignation, expulsion or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

ARTICLE XVIII TRANSFER OF INTEREST

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transferor from all remaining members.

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ARTICLE XIX REDEMPTION OF INTEREST

Should any member decide to resign from the company, and desires to sell his, her, or its entire interest in the company, that member shall first offer the interest to the remaining members of the company. If the company does not acquire his or her interest, that interest may be transferred to a third party, pursuant to the terms of Article XVIII.

ARTICLE XX AMENDMENT OF REGULATIONS

The power to amend the Regulations is reserved exclusively to the unanimous vote of the members.

forming a limited liability company to do business both within and without the State of Florida and does make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.

Organizing Member

STATE OF FLORIDA COUNTY OF OKALOOSA

day of January, 2001. The foregoing instrument was acknowledged before me this _ and who personally appeared RONALD CAPPELLETTI, who is personally known to me and did not take an oath. Outure the thing the the thing the things the thing the things the thing

WITNESS my hand and official seal in the State and County last aforesaid this of January, 2001.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 608.415, Florida Statutes, the following is submitted: DART OF DESTIN, L.L.C, desiring to organize under the laws of the State of Florida with its principal place of business at 808 Indigo Loop, Destin, Florida, 32550, has named Lamar Conerly, Jr., as its agent to accept service of process within the State of Florida, whose address is 4481 Legendary Drive, Suite 200 Destin, Florida 32541.

ONALD CAPPELLI

Organizing Member

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Having been named to accept service of process for the above named limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.

Dated this the 8th day of January, 2001.

Lamar Conerly, Jr. Registered Agent

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