

LD2000014452

PJ KLATT MJ PLATT AND JP ADAMS, LLC

Phillip J. Klatt, Manager/Registered Agent

764 Santa Maria Drive

Winter Haven, Fl 33884-3805

863-326-1300

FL LLC

6/10

MJH

Enclosed please find for the above newly organized LLC:

Articles of Organization

Statement Designating Registered Agent and Office

Check in the amount of \$160.00

125.00 for registration

30.00 for a certified copy of the documents

5.00 for a status certificate

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
PJ KLATT MJ PLATT AND JP ADAMS, LLC**

The undersigned, Phillip J. Klatt, certifies that he is filing these Articles 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. He further declares 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 PJ KLATT MJ PLATT AND JP ADAMS, LLC, and its mailing address and principal office shall be located at 764 Santa Maria Drive, in the City of Winter Haven, County of Polk, 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 business 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, good will, 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,

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entity, partnership, association, 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 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 shall be managed by one member manager. The name and address of the initial member who shall serve as the member manager until the first annual meeting of members or until his successor is elected and qualified is as follows:

Phillip J. Klatt
764 Santa Maria Drive
Winter Haven, FL 33884

ARTICLE V
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 of the members.

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 names and addresses of the initial members of the limited liability company shall be:

Phillip J. Klatt
764 Santa Maria Drive
Winter Haven, FL 33884

Mary J. Platt
1028 SW 82nd Terrace
Gainesville, FL 32607

Judy Patricia Adams
940 Venice Boulevard, Apt. 8
Venice, CA 90291

ARTICLE VI
CAPITAL CONTRIBUTIONS

A capital contribution in the amount of ~~\$1,000~~ ^{\$10.00 Phillip A. Klatt 5/23/02} shall be paid to the limited liability company by each of the initial members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII
PROFITS AND LOSSES

A. Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive percentages alongside the name of each member. The distributive share of the profits shall be determined and paid to the members at least annually.

B. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:

Phillip J. Klatt	-	10 units
Mary J. Platt	-	10 units
Judy Patricia Adams	-	10 units

ARTICLE VIII
DURATION

This limited liability company shall exist in perpetuity or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

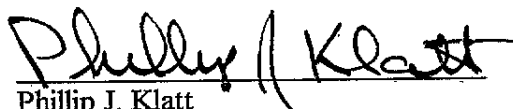
The address of the initial registered office of the limited liability company is 764 Santa maria Drive, City of Winter Haven, County of Polk, State of Florida, and the name of the company's initial registered agent at that address is Phillip J. Klatt.

The undersigned, being the initial member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of PJ KLATT MJ PLATT AND JP ADAMS, LLC.

Executed by the undersigned at Winter Haven, Florida on the 23 day of May, 2002.


Phillip J. Klatt, Member Manager

The undersigned, having been named as the Registered Agent of PJ KLATT MJ PLATT AND JP ADAMS, LLC, hereby accepts the appointment and agrees to act in this capacity, including acceptance of service of process at the address of the Registered Agent as listed above. 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 as provided for in Chapter 608, Florida Statutes.


Phillip J. Klatt
Registered Agent

State of Florida
County of Polk.
Mollie Stanley
5723102



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF POLK

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is PJ KLATT MJ PLATT AND JP ADAMS, LLC.

The name of the registered agent for PJ KLATT MJ PLATT AND JP ADAMS, LLC is PHILLIP J. KLATT and the street address of the company's principal office where the agent is located is 764 Santa Maria Drive, Winter Haven, FL 33884.

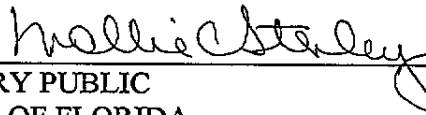
This statement is to acknowledge that, as indicated above, PJ KLATT MJ PLATT AND JP ADAMS, LLC has appointed me, PHILLIP J. KLATT, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. 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.

Dated this 23 day of May, 2002.


PHILLIP J. KLATT
Registered Agent

1D: FL DLIC.

The foregoing instrument was acknowledged before me this 23 day of May, 2002, by Phillip J. Klatt, agent on behalf of PJ KLATT MJ PLATT AND JP ADAMS, LLC, a limited liability company. He is personally known to me.


NOTARY PUBLIC
STATE OF FLORIDA

C:\WP\CLIENTS-Misc\Klatt LLC\Registered Agent Designation

