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L02-32948
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Minerva A. Simpson
Attorney at Law

December 2, 2002

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Dear Sirs:

Please find enclosed the Articles of Organization for **Space Coast Holdings, L.L.C.** along with a check in the amount of \$125.00 to cover the fees for establishing this limited liability company with the State of Florida and naming the registered agent.

Should you have any questions please contact me at the address or telephone number listed below. Thank you for your time and consideration.

Sincerely,

Minerva A. Simpson
Minerva Simpson, Esq.
1770 Fowler Drive
Merritt Island, Florida 32952
321-449-4663

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TALLAHASSEE, FLORIDA

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**Articles of Organization
for
Space Coast Holdings, L.L.C.**

The undersigned member hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is:
Space Coast Holdings, L.L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

The Company shall come into existence upon mailing all required documents and fees to the proper authorities. The Company shall exist in perpetuity.

ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

Space Coast Holdings, L.L.C.
500 Gails Way
Merritt Island, Florida 32953

ARTICLE IV. STREET ADDRESS OF COMPANY

The street of the principal office of this Company is:

Space Coast Holdings, L.L.C.
500 Gails Way
Merritt Island, Florida 32953

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Anthony P. Wolfe
500 Gails Way
Merritt Island, Florida 32953

ARTICLE VI. MEMBERS

The members shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new member shall become a member upon payment of their

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TALLAHASSEE, FLORIDA

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contribution to the capital, if any, and/or property, if any, of the Company, and upon such member's agreement to comply with the Articles of Organization and Operating Agreement of the Company then in existence.

No member shall transfer his interest in the Company without the unanimous consent of all then current members of the Company.

The member/members may alter the terms of this article through an Operating Agreement.

ARTICLE VII. DISSOLUTION OF COMPANY

Upon the death of the founding member, Anthony P. Wolfe, all aspects of his membership are to pass to Lauren K. Haynes, who may also be known as Lauren K. Wolfe. Upon the retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the Company.

The member/members may alter the terms of this article through an Operating Agreement.

ARTICLE VIII. MANAGEMENT

The Company shall be managed by managers. The name and address of the initial managers are set forth below. The initial managers shall serve as the managers until the first annual meeting of members or until their successors are elected and qualified.

The name of the initial manager is:

Anthony P. Wolfe
500 Gails Way
Merritt Island, Florida 32953

ARTICLE IX. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

The undersigned member has executed the foregoing Articles of Organization as of the

2 day of December, 2002.

MEMBER:

Anthony P. Wolfe
Anthony P. Wolfe

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STATE OF FLORIDA
CLERK OF THE COURT
JANUARY 1, 2003

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AFFIDAVIT OF MEMBERSHIP

The undersigned member of Space Coast Holdings, L.L.C. certifies:

- 1) The above named limited liability company has at least one member, and
- 2) as of the filing of these Articles of Organization, Anthony P. Wolfe is currently the sole member.

I declare that I have read the foregoing and the facts alleged are true to the best of my knowledge and belief on this the 2 day of December, 2002.

MEMBER:

Anthony P Wolfe
Anthony P. Wolfe

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TALLAHASSEE, FLORIDA

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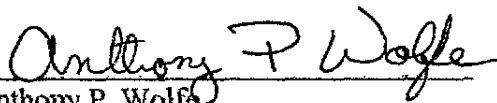
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT UPON WHOM
SERVICE OF PROCESS MAY BE SERVED**

Pursuant to F.S. 608.415, the undersigned Limited Liability Company submits the following statement to designate a registered agent in the State of Florida.

- 1) The name of the limited liability company is: Space Coast Holdings, L.L.C.
- 2) The name and Florida street address of the registered agent is:

Anthony P. Wolfe
500 Gails Way
Merritt Island, Florida 32953

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the 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.


Anthony P. Wolfe

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