

L03000005918

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

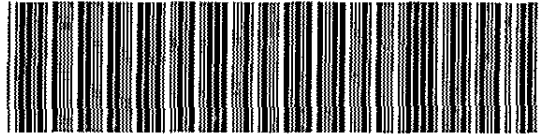
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500012384635

02/17/03--01071--019 **250.00

FILED
FEB 17 2003
TOLSON, MD

FILED
FEB 17 2003
TOLSON, MD

L03-5918
OK

ARTICLES OF ORGANIZATION

OF

CZ'S COFFEE AND TEA WITH ME, L.L.C.

The undersigned certifies that it desires to become 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. It 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
AND MAILING ADDRESS**

The name of the limited liability company shall be CZ'S COFFEE AND TEA WITH ME, L.L.C., and its principal office address and mailing address shall be 10192 Idle Pine Ln.
Bonita Springs, FL. 34135, in the County of Lee, 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:

FILED
COUNTY CLERK
LEE COUNTY, FLORIDA

OCT 17 AM 9:25

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, 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

2017/11/17
11:19:17
FILED
CLERK OF COURT
JANICE L. BROWN
CLERK OF COURT
CLERK OF COURT

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 law, 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

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Bruce & Callie, L.L.C.
10192 Idle Pine
Bonita Springs, FL 34135

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE 17 MAR 9 21

FILED

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.

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

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by each member. 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 a distributive share of the profits based on the percentage of ownership of each

FILED
03 FEB 17 AM 9:23
CLERK OF DISTRICT COURT
JANUARY 16 2004

member. The distributive share of the profits shall be determined and paid to the members as authorized by the members.

(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 amounts equal to the percentage of ownership of each member.

ARTICLE VIII

DURATION

This limited liability company shall exist until dissolved in the 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 1375 Jackson Street, Suite 303, Fort Myers, Florida 33901, County of Lee, State of Florida, and the name of the company's initial registered agent at that address is W. GUS BELCHER, II.

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of CZ'S COFFEE AND TEA WITH ME, L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 FEB 17 AM 9:21

FILED

Executed by the undersigned at Fort Myers, Lee County,
Florida on this 6th day of January, 2003.

BRUCE & CALLIE, L.L.C.

By: [Signature]
BRUCE ZINTZ, TRUSTEE

By: [Signature]
CALLIE ZINTZ, TRUSTEE

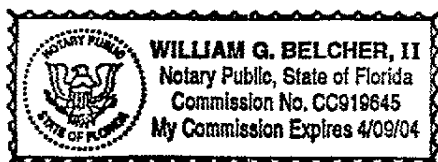
STATE OF FLORIDA)
)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, authorized to
administer oaths and take acknowledgements, this day personally
appeared BRUCE ZINTZ, TRUSTEE, a member of BRUCE & CALLIE,
L.L.C., who is personally known to me or who has produced _____
_____ as identification, and
who did take an oath, and who has acknowledged before me that he
has read and executed the foregoing instrument for the purposes
therein expressed.

WITNESS my hand and official seal this 6th day of
January, 2003.

My commission expires:

[Signature]
NOTARY PUBLIC
Name: William G. Belcher II



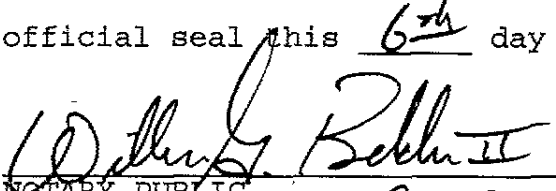
FILED
JAN 17 2003
LEE COUNTY, FLORIDA

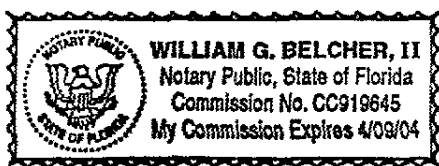
STATE OF FLORIDA)
)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgements, this day personally appeared CALLIE ZINTZ, TRUSTEE, a member of BRUCE & CALLIE, L.L.C., who is personally known to me or who has produced _____ as identification, and who did take an oath, and who has acknowledged before me that she has read and executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of January, 2003.

My commission expires:


NOTARY PUBLIC
Name: William G. Belcher II



FILED
MAR 17 AM 9:21
TOLSON, FLORIDA

**STATEMENT DESIGNATING REGISTERED AGENT
AND OFFICE**

STATE OF FLORIDA)
)
COUNTY OF LEE)

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 CZ'S COFFEE AND TEA WITH ME, L.L.C.

The name of the registered agent for CZ'S COFFEE AND TEA WITH ME, L.L.C. is W. GUS BELCHER, II, and the street address of the company's registered office where the agent is located is 1375 Jackson Street, Suite 303, Fort Myers, Florida 33901.

This statement is to acknowledge that, as indicated above, CZ'S COFFEE AND TEA WITH ME, L.L.C., has appointed me, W. GUS BELCHER, II, 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 6th day of January, 2003.


W. GUS BELCHER, II

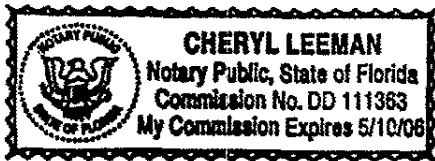
FILED
03 FEB 17 AM 11:21
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me
this 6th day of January, 2003, by W. GUS BELCHER, II, agent on
behalf of CZ'S COFFEE AND TEA WITH ME, L.L.C., a limited
liability company. He is personally known to me or has produced
_____ as identification.

NOTARY PUBLIC - STATE OF FLORIDA:

Cheryl Leeman
Printed Name: Cheryl Leeman

Affix Seal Below:



FILED

03 FEB 17 AM 9:24

CLERK OF STATE
TALLAHASSEE, FLORIDA