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S W. 6 M 1:12 **ATTORNEYS' TITLE** Requestor's Name 1965 Capital Circle NE, Suite A Address Tallahassee, Fl 32308 City/St/Zip CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1- SYSTEM SERVICES, L.L.C. Pick-up time ASAP Certified Copy X Walk-in Photocopy -Certificate of Status Mail-out Will wait **NEW FILINGS** AMENDMENTS Profit Amendment Resignation of R.A., Officer/Director Non-Profit XXX Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/QUALIFICATION OTHER FILINGS Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

ARTICLES OF ORGANIZATION OF SYSTEM SERVICES, L.L.C.

STATE OF THE PARTY OF THE PARTY

The undersigned certify that we have associated ourselves together for the purpose 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 will 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 SYSTEM SERVICES, L.L.C., and its mailing address and principal office shall be located at 914 West 26th Street, Lynn Haven, Florida, but it shall have the power and authority to establish branch offices at any other place or places as their members may designate.

ARTICLE II

<u>Purposes and power</u>. This limited liability company shall be authorized to engage in any activity or business authorized by the laws of the State of Florida. In facilitation of that general grant of power and purpose, by way of illustration and not limitation, the limited liability company is authorized to do the following:

- 1. To own, sell, transfer, convey, mortgage, pledge or encumber any real or personal property.
- 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 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.

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 and the regulations of the limited liability company by unanimous vote of the members of the limited liability company.

ARTICLE IV

Management. The limited liability company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is are to serve as manager(s) is/are:

Coppertop Industries, Inc. 914 West 26th Street Lynn Haven, Florida 32444

ARTICLE V

<u>Membership restrictions</u>. 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 by 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 member(s) shall have the right to continue the business upon unanimous consent of the remaining members.

ARTICLE VI

<u>Capital contributions</u>. Capital contributions in the amount of \$1,000.00 shall be paid to the limited company by the members in equal shares. 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

Duration. This limited liability company shall exist perpetually from the date of filing until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE VIII

Initial registered agent. The name and address of the initial registered a the limited liability company is:

> Daniel Harmon III 427 McKenzie Avenue Panama City, Florida 32401

The undersigned, being the original members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of SYSTEM SERVICES, L.L.C.

Executed this 5th day of June, 2003.

COPPERTOP INDUSTRIES, INC.

Its:President