

LD3000037266

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(Business Entity Name)

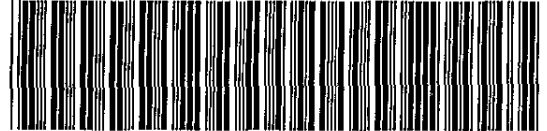
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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Boon Sales, LLC

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- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- ✓ L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
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- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
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9/30/03 12:07

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## **Articles of Organization of ROAN SALES, L.L.C.**

The undersigned hereby enter into these Articles of Organization of a Limited Liability Company, by and between FRANK A. ROAN and PAULINE ROAN, pursuant to Chapter 608, Florida Statutes, hereby organize ROAN SALES, L.L.C. and further agree:

### **ARTICLE I**

The name of the Limited Liability Company is ROAN SALES, L.L.C.

### **ARTICLE II**

These Articles of Organization shall be effective upon filing with the Florida Department of State.

### **ARTICLE III**

The Limited Liability Company is organized for the purposes as follows:

- (a) To act within and outside of the State of Florida, throughout the United States as a factor, sales representative and manufacturer's representative specializing in apparel, clothing, fashion accessories and related items;
- (b) To perform fully any agreement with any member of the Limited Liability Company;
- (c) To have all of the powers of Limited Liability Companies generally organized and existing under Chapter 608, Florida Statutes or such powers as shall hereafter be conferred upon such companies by the laws of the State of Florida.

### **ARTICLE IV**

The Limited Liability Company initially shall have more than one place of business but its registered office shall be 249 Bermuda Beach Drive, Fort Pierce, Florida 34949.

It's initial registered agent shall be FRANK A. ROAN at 249 Bermuda Beach Drive, Fort  
Pierce, Florida 34949. The principal and mailing address is 249 Bermuda Beach Drive  
Fort Pierce, Florida 34949.

#### ARTICLE V

The total amount of cash and agreed upon value of property other than cash contributed to the Company is as follows:

Cash	\$ 100.00
Receivables	\$ 0.00
Agreed Value of Property	\$ 0.00
(Property consists of	

Additional contributions are not contemplated or required.

#### ARTICLE VI

Additional members may be admitted upon such terms, conditions, agreements and understandings as shall be agreed upon by the members including contributions to capital. No new member whether by acquisition of a capital position or acquisition in whole or in part of another member's interest in the Company shall be allowed except upon the mutual consent and agreement of each member to the proposed transfer or assignment or entry which consent shall be in writing; provided, however, that even lacking such unanimous written consent, such transferee may, without having any participation or right of participation in the management and affairs of the Company or to become a member with full rights, shall be entitled to the share of profits or other income or return of contributions to which such person would otherwise be entitled based upon the proportionate share of capital of such person.


**ARTICLE VII**

Upon the death, retirement, resignation, bankruptcy, expulsion or dissolution of a member which is a corporate association or trust, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall continue business unless a majority in interest of all of the remaining members determine, in writing, to terminate the Company, in which event Articles of Dissolution shall be prepared and filed.

**ARTICLE VIII**

The Company shall be managed by a manager or managers which shall be selected by the members on an annual basis and which manager or managers shall continue in such capacity until their successor(s) are duly elected and qualified and assume their duties. The initial manager who shall serve until the first annual meeting of or until his successor is elected and qualified is: FRANK A. ROAN at 249 Bermuda Beach Drive, Fort Pierce, Florida 34949.

IN WITNESS WHEREOF the undersigned has set his hand and seal this \_\_\_ day of 9/30, 2003.

  
FRANK A. ROAN, Managing Member

  
PAULINE ROAN, Member

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared FRANK A. ROAN, who is ☐ personally known to me or has ☒ produced a FL Driver's license as identification, and who ☐ did ☐ did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this  
30th day of September, 2003.

My Commission Expires:

Sonia C. Bruner  
Notary Public



Sonia C. Bruner  
MY COMMISSION # DD016641 EXPIRES  
April 9, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared PAULINE ROAN, who is ☐ personally known to me or has ☒ produced a FL Driver's license as identification, and who ☐ did ☐ did not take an oath, and who subscribed the above Articles of Organization, and she did freely and voluntarily acknowledge before me, according to law, that she made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this  
30th day of September, 2003.

My Commission Expires:

Sonia C. Bruner  
Notary Public



Sonia C. Bruner  
MY COMMISSION # DD016641 EXPIRES  
April 9, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACKNOWLEDGMENT AND ACCEPTANCE OF  
REGISTERED AGENT**

The undersigned, having been named as the Registered Agent for ROAN SALES, L.L.C., and as agent to accept service of process of such limited liability company, at the place designated in Article IV, does hereby accept to act in this capacity, and agrees to comply with the provisions of the Limited Liability Company Act, Chapter 608 of the Florida Statutes.

Frank A. Roan  
FRANK A. ROAN, Registered Agent