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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

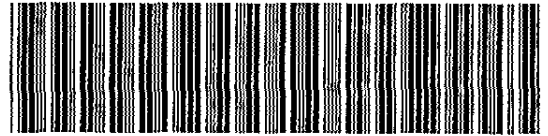
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(Business Entity Name)

(Document Number)

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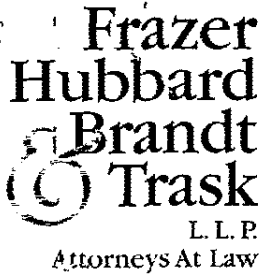


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JOHN G. HUBBARD  
MARK W. BRANDT  
\* THOMAS J. TRASK  
\* RICHARD A. ALEXANDER  
LYNN A. BRAUER

### TRANSMITTAL LETTER

September 15, 2003

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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SUBJECT: Williams Masonry, LLC  
(Proposed corporate name - must include suffix)

Enclosed is the original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00  
(Filing Fee)

\$78.75  
(Filing Fee  
& Certificate)

\$78.75  
Filing Fee  
& Certified  
Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

(Additional Copy Required)

FROM: (Attorney), Esquire, Frazer, Hubbard, Brandt & Trask, LLP  
(Name Printed or typed)  
595 Main Street  
(Address)  
Dunedin, FL 34698  
(City, State & ZIP)  
(727) 733-0494  
(Daytime Phone Number)

money

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 29, 2003

FRAZER, HUBBARD, BRANDT & TRASK, LLP  
595 MAIN STREET  
DUNEDIN, FL 34698

SUBJECT: WILLIAMS MASONRY, LLC  
Ref. Number: W03000027882

We have received your document for WILLIAMS MASONRY, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$155.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing  
Document Specialist

Letter Number: 403A00053564

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name and Principal Place of Business:

The name of the Limited Liability Company is: **Williams Masonry, LLC** and its principal office and mailing address shall be located at 685 Old Eastlake Road, Tarpon Springs, Pinellas County, Florida 34688, 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:

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 provide structural masonry contractor services.
4. 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.
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

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DIVISION  
TALLAHASSEE, FLORIDA  
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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**

The Limited Liability Company is to be managed by one manager and is, therefore, a manager-managed company. The initial manager is:

John M. Williams  
685 Old Eastlake Road  
Tarpon Springs, FL 34688

### **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 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.

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**Article VI - Capital Contributions**

Capital contributions shall be paid to the limited liability 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 - 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 any equal distributive share of the profits or to the distributive share of the profits specified as follows:

John M. Williams - 100%

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being: October 1, 2003.

(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 equal shares.

**Article VIII - Duration**

This limited liability company shall exist 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 685 Old Eastlake Road, Tarpon Springs, FL 34688, and the name of the company's initial registered agent at that address is John M. Williams.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Williams Masonry, LLC

Dated: 9-17-03

John M. Williams  
JOHN M. WILLIAMS

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DIVISION OF CORPORATIONS  
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**STATEMENT DESIGNATING  
REGISTERED AGENT AND OFFICE**

STATE OF FLORIDA  
COUNTY OF PINELLAS

Pursuant to the provisions of 608.415 and 608.407(1)(d) 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 **Williams Masonry, LLC**

The name of the registered agent for **Williams Masonry, LLC** is **John M. Williams** and the street address of the Company's principal office where the agent is located is 685 Old Eastlake Road, Tarpon Springs, Florida 34688.

This statement is to acknowledge that, as indicated above, **Williams Masonry, LLC** has appointed me, **John M. Williams**, 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.

9-17-03  
Date

John M. Williams  
John M. Williams

The foregoing instrument was acknowledged before me this 17 day of September, 2003, by **John M. Williams** on behalf of **Williams Masonry, LLC**, a limited liability company. He is personally known to me or has produced \_\_\_\_\_ as identification.

OFFICIAL NOTARY SEAL  
MARK W BRANDT  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. DD089599  
MY COMMISSION EXP. FEB. 24, 2006

Mark W. Brandt  
NOTARY PUBLIC  
My Commission Expires:

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03-17-03  
AM 11:00