

L03000056695

(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:

Name
Availability

Document
Examiner

Updater Office Use Only

Updater
Verifier DCC

Acknowledgement DCC

W. P. Verifier DCC



000025524530

12/18/03--01052--018 **155.00

FILED
03 DEC 19 PM 8:10
FBI

McDERMOTT, McDERMOTT & McDERMOTT, P.A.
ATTORNEYS AT LAW

JOSEPH F. McDERMOTT
ROBERT J. McDERMOTT *
FRANK W. McDERMOTT

* BOARD CERTIFIED WILLS, TRUSTS & ESTATES
* BOARD CERTIFIED CIVIL TRIAL LAW
(6-1-92 TO 5-31-02)

PERSONAL INJURY
WRONGFUL DEATH
REAL ESTATE
CRIMINAL

101 N. CLEARWATER-LARGO ROAD
SUITE ONE
LARGO, FLORIDA 33770
TELEPHONE (727) 584-8624
FAX (727) 585-1007
TOLL FREE 1-800-871-8624

7116-A GULF BOULEVARD
ST. PETE BEACH, FLORIDA 33706

TELEPHONE (727) 367-1080
FAX (727) 367-9940

PLEASE REPLY TO:
LARGO

December 15, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: The Woodsmith LLC
Articles of Organization

Gentlemen:

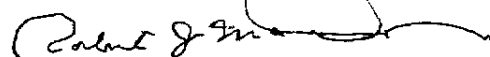
Enclosed please find the original and one copy of the Articles of Organization for The Woodsmith LLC Inc. for filing with the Division of Corporations. Further enclosed is this firm's check #4270 in the amount of \$155.00 payable to the Florida Department of State which represents the filing fee, designation of resident agent; certified copy and certificate of status.

Please file these Articles of Organization and return a certified copy of same to this firm as soon as possible.

If you require any information or documentation, please contact undersigned. Thank you.

Very truly yours,

McDERMOTT, McDERMOTT & McDERMOTT P.A.



Robert J. McDermott

RJM:tas
Enclosures

03 DEC 18 2003
FILED
CLERK OF COURT
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
THE WOODSMITH LLC

The undersigned hereby certifies that it has formed a limited liability company under the State of Florida.

ARTICLE I

Name

The name of the limited liability company shall be:

THE WOODSMITH LLC

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

THE WOODSMITH LLC
104 9th Avenue North
St. Petersburg, Florida 33701

ARTICLE III

Period of Duration

The limited liability company shall begin existence on the date of filing and shall continue into perpetuity, or until dissolved in a manner provided by law.

ARTICLE IV

Purposes

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

FILED
03 DEC 18 AM 8:10
CLERK OF THE COURT
HILLSBORO COUNTY FLORIDA

ARTICLE V
General Powers

The limited liability company shall have the power to:

(a) Purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, or otherwise deal in or with real or personal property, or an interest in real or personal property, wherever situated.

(b) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer or otherwise dispose of all or any part of its property or assets.

(c) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, use or deal in or with:

(i) Shares or other interests in or obligations of other foreign or domestic limited liability companies, domestic or foreign corporations, associations, general or limited partnerships or individuals; or

(ii) Direct or indirect obligations of the United States or any other government, state, territory, governmental district or municipality, or of any instrumentality thereof.

(d) Make contracts or guarantees or incur liabilities; borrow money at such rates of interest as the limited liability company may determine; issue its notes, bonds, or other obligations or secure any of its obligations by mortgage or pledge of all or any part of its property, assets, franchises or income.

(e) Lend money for any lawful purpose, invest or reinvest its funds, or take and hold real or personal property as security for the payment of funds so loaned or invested.

(f) Conduct its business, carry on its operations and have offices, and exercise the powers granted by Florida law, within or without the State of Florida.

(g) Elect or appoint managers and agents, define their duties, and fix their compensation.

(h) Make and alter an operating agreement not inconsistent with these Articles of Organization or the laws of the State of Florida.

(i) Make donations to the public welfare or for charitable, scientific or educational purposes.

(j) Indemnify a Member or any other person to the same extent as a corporation may indemnify any of the directors, officers, employees, or agents of the corporation against expenses actually and reasonably incurred by him or it in connection with the defense of an action, suit, or proceeding, whether civil or criminal, in which he or it is made a party.

(k) Cease its activities and surrender this Certificate of Organization.

(l) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the limited liability company is organized.

(m) Transact any lawful business which the Members find to be in aid of governmental policy.

(n) Pay pensions and establish pension plans, profit-sharing plans and other incentive plans for any or all of its employees.

(o) Be a promoter, incorporator, general partner, limited partner, Member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other enterprise.

(p) Have and exercise all other powers necessary or convenient to effect its purposes.

ARTICLE VI

Registered Office and Registered Agent

The street address of the limited liability company's initial registered office is 104 9th Avenue North, St. Petersburg, Florida 33701 and the initial registered agent at such address is Jean-Francois Milette. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE VII

Management

The management of the limited liability company shall be by Managers elected annually by the Members. The initial Manager is: Jean-Francois Milette, whose address is 104 9th Avenue North, St. Petersburg, Florida 33701.

ARTICLE VIII

Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not cease and the limited liability company shall not be dissolved unless the business of the limited liability company is terminated by the consent or agreement of the majority of the remaining Members interest. Notwithstanding the death, retirement, resignation, expulsion or bankruptcy of a Member, any contract authorized by the limited liability company and executed by such Member in his or its representative capacity shall survive and shall inure to the benefit of the limited liability company.

ARTICLE IX

Amendment

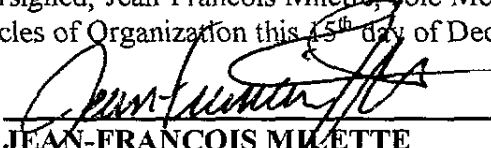
These Articles of Organization may be amended from time to time .

ARTICLE X

Voting

Each Member's vote shall be weighted in proportion to the Member's initial common capital interest.

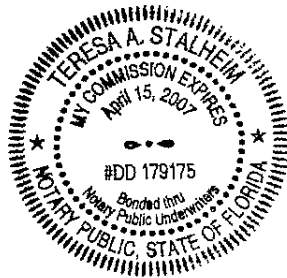
IN WITNESS WHEREOF, the undersigned, Jean-Francois Milette, sole Member of THE WOODSMITH LLC, has executed these Articles of Organization this 15th day of December, 2003.



JEAN-FRANCOIS MILETTE
sole Member of THE WOODSMITH LLC

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JEAN-FRANCOIS MILETTE, to me personally known to be the individual described in and who executed the foregoing instrument and who has produced a driver's license as identification and who did take an oath and acknowledged before me that he executed the same for the purposes therein expressed and in the capacity so stated.

WITNESS my hand and official seal at Clearwater, said County and State, this 15th day of December, 2003.




Print Name: TERESA A. STALHEIM
My Commission Expires:

FILED
03 DEC 18 AM 8:10
CLERK OF DISTRICT COURT
TALAHUE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

THE WOODSMITH LLC

2. The name and address of the registered agent and office is:

Jean-Francois Milette
104 9th Avenue North
St. Petersburg, Florida 33701

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.

Dated this 15th day of December, 2003.



Jean-Francois Milette

FILED
DEC 18 AM 8:10

Prepared by: Robert J. McDermott, Esq.
101 N. Clearwater-Largo Road
Suite One
Largo, Florida 33770
(727) 584-8624
Fla. Bar No. 0052473