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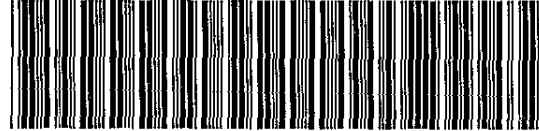
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TALLAHASSEE, FLORIDA

# CAPITAL CONNECTION, INC.

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

Rocan, LLC

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- ☐ Art of Inc. File
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- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
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- ☐ Certificate of Good Standing
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- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

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FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

January 22, 2004

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ROCAN, LLC  
Ref. Number: W04000002847

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for ROCAN, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

It is vital that we have a correct principal office address and a correct mailing address for your company.

Is the address in Article 1 really the best address to use for your company? Better than the addresses in Dunnellon????

Please note that we need a complete address with a zipcode.

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) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 704A00004066

**RE-SUBMIT**  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

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04 JAN 22 PM 4:51  
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TALLAHASSEE, FLORIDA

## **ROCAN, LLC**

### **ARTICLES OF ORGANIZATION**

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 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**

The name of the limited liability company shall be ROCAN, LLC, and its principal office shall be located at 925 Rte 41, Inverness, Florida 34450, 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 the floral and ornamental greenery business in its own name, as well as under fictitious names, and any and all other activities or businesses 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, including the right to own or otherwise hold, sell and convey, mortgage, encumber, lease, hypothecate or collateralize real property.

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 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 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**

This limited liability company shall be managed by the members. The name and address of the person who shall serve as manager until the first annual meeting of members or until a successor is elected and qualified is as follows:

**Candace Prinz**  
19380 SW 90<sup>th</sup> Lane Rd.  
Dunnellon, Florida 34432

**Rosanne Gesick**  
21795 SW 88<sup>th</sup> Lane Rd.  
Dunnellon, Florida 34431

**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 upon unanimous consent of all of the remaining members.

**ARTICLE VI**  
**MEMBERS - CAPITAL CONTRIBUTIONS**

The following persons shall be members of this Limited Liability Company and the amount of each member's initial capital contribution is shown after each name. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

<b>Candace Prinz</b> 19380 SW 90 <sup>th</sup> Lane Rd. Dunnellon, Florida 34432	<u>\$500.00</u>
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<b>Rosanne Gesick</b> 21795 SW 88 <sup>th</sup> Lane Rd. Dunnellon, Florida 34431	<u>\$500.00</u>
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**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 the distributive share of the profits specified as follows:

<b>Candace Prinz</b>	<u>50%</u>
<b>Rosanne Gesick</b>	<u>50%</u>

The distributive share of the profits shall be determined and paid to the members each calendar year, not later than December 31st.

(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 the following shares:

<b>Candace Prinz</b>	<u>50%</u>
<b>Rosanne Gesick</b>	<u>50%</u>

**ARTICLE VIII**  
**DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in regulations adopted by the members.

**ARTICLE IX**

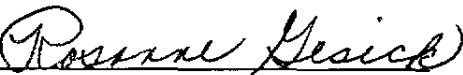
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 19380 SW 90<sup>th</sup> Lane Rd. Dunnellon, Florida 34432 in the City of Dunnellon, County of Marion, State of Florida, and the name of the company's initial registered agent at that address is **Candace Prinz**

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

Executed by the undersigned at Dunnellon, Florida on January 21, 2004.

  
Candace Prinz

  
Rosanne Gesick

Attached:

Membership Affidavits  
Designation of Registered Agent




State of Florida           )  
County of Marion         )ss

The name of the limited liability company is: **ROCAN, LLC**

The name of the registered agent is: **Candace Prinz**

and the street address of the agent is: 19380 SW 90<sup>th</sup> Lane Rd.  
Dunnellon, Florida 34432

Candace Prinz  
Candace Prinz

 **JANET F. POST**  
MY COMMISSION # DD 171769  
EXPIRES: January 13, 2007  
1-800-59-NOTARY FL Notary Service & Bonding, Inc.

Janet L. Post  
Notary Public