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(Document Number)

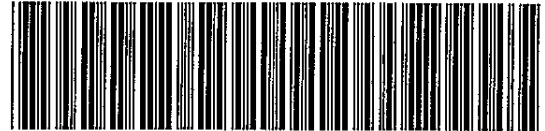
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W04-12739



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03/23/04--01061--007 **70.00

04/03/04--01006--016 **55.00

FILED
04 APR 23 AM 8:39
FBI

OWEN N. POWELL
ATTORNEY AT LAW
201 J. HARVEY ETHERIDGE STREET
P.O. BOX 788
BONIFAY, FLORIDA 32425

TEL: (850) 547-4257

FAX: (850) 547-3470

March 16, 2004

Secretary of State
Corporation Division
P.O. Box 6327
The Capitol
Tallahassee, FL 32314

FILED
04 MAR 23 AM 9:08
TALLAHASSEE, FL 32314

In Re: GEORGE KIRKLAND PAINTING LLC.

Dear Sir:

Enclosed are the original and two duplicate copies of the Articles of Organization of the above named limited liability company.

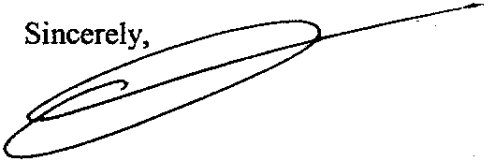
The duplicate copies have been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Organization on one of the duplicate copies, certify and return them.

Enclosed herewith is my check in the sum of \$70.00 made payable to your order representing fees for the following:

Filing Fee	\$20.00
Certified Copy	30.00
Resident Agent Form	<u>20.00</u>
	\$70.00

Your attention to this matter is appreciated.

Sincerely,



Owen N. Powell
ONP:jl



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 1, 2004

OWEN N. POWELL
PO BOX 789
BONIFAY, FL 32425

SUBJECT: GEORGE KIRKLAND PAINTING, LLC
Ref. Number: W04000012739

FILED
TALLAHASSEE, FLORIDA
04 MAR 23 AM 8:38

We have received your document for GEORGE KIRKLAND PAINTING, LLC and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$55.00.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 104A00021323

ARTICLES OF ORGANIZATION
OF
GEORGE KIRKLAND PAINTING
(LIMITED LIABILITY COMPANY or L.L.C.)

FILED
04 MAR 23 AM 8:38
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

The undersigned hereby 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 be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

The name of the limited liability company shall be **GEORGE KIRKLAND PAINTING, L.L.C.**, and its principal place of business shall be in the County of HOLMES, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes, which includes commercial painting, private painting and roofing..
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 herein set forth 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 the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
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 thereof, 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 herein 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 such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may 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 herein set forth, 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.

7. 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 herein contained 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 the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of FIVE THOUSAND Dollars (\$5000.00) cash 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 IV

PROFITS AND LOSSES

(a) Sharing of Profits. 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 an equal distributive share of the profits. The distributive share of profits shall be made as determined

by the member(s) each year. The commencement of business shall be April 1st, 2004.

ARTICLE V

LIMITED LIABILITY COMPANY 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 VI

DURATION

This limited liability company shall exist until a date not exceeding 30 years from the date of filing with the Department of State until a date not exceeding 30 years from the date of filing with the Department of State, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 4032 Kirkland Road, Graceville, Florida 32440, in the County of HOLMES, State of Florida.

ARTICLE VIII

MANAGEMENT

This limited liability company shall be managed by a manager. The name and address of the person who shall serve as such until the first annual meeting of members or until a successor is elected and qualify is as follows: GEORGE KIRKLAND, 4032 Kirkland Road, Graceville, Florida 32440 and ROY KIRKLAND, 4030 Kirkland Road, Graceville, Florida 32440. Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

GEORGE KIRKLAND, 4032 Kirkland Road, Graceville, Florida 32440
ROY KIRKLAND, 4030 Kirkland Road, Graceville, Florida 32440

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 4032 Kirkland Road, Graceville, Florida, County of Holmes, State of Florida, and the name of its initial registered agent at such address is GEORGE KIRKLAND.

ARTICLE X

RESTRICTIONS ON MEMBERSHIP

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.

Upon 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 such remaining members.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of L.L.C.


Director - GEORGE KIRKLAND


Director - ROY KIRKLAND

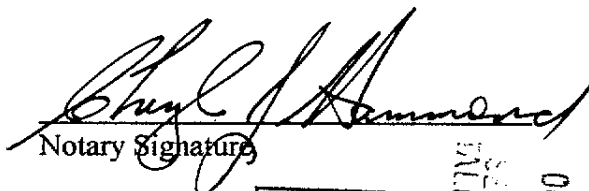

GEORGE KIRKLAND
Resident Agent and President

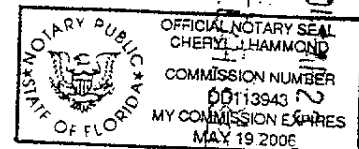
FILED
04 MAR 23 AM 8:11
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HOLMES

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared GEORGE KIRKLAND known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was not taken, (check one) ☒ Said person(s) is personally known to me. ☐ Said person(s) provided the following type of identification: _____

Witness my hand and official seal in the County and State last aforesaid this 16th day of MARCH, 2004.


Notary Signature



FLORIDA
MAR 17 2004
AM 8:38

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE
SERVED**

In compliance with *Chapter 607* of the Florida Business Corporation Act, the following is submitted: **GEORGE KIRKLAND PAINTING, L.L.C.**, with its place of business at 4032 Kirkland Road, Graceville, Florida, has named **GEORGE KIRKLAND**, located at 4032 Kirkland Road, Graceville, Florida, as its agent to accept service or process within Florida.

Dated this 16th day of MARCH, 2004.



Director - **GEORGE KIRKLAND**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of *Sections 607.050 and 607.054 of the Florida Corporation Act* and I am as registered agent familiar with and accept the obligations of this position.



Resident Agent **GEORGE KIRKLAND**

TALLAHASSEE
04 MAR 23 4 08 PM '04
FILED