

04/15/2004 08:41 FAX 941 798 25

Division of Corporations

001/005

Page 1 of 1

LO4000029131

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000080016 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : BARNES WALKER, CHARTERED
Account Number : 102371002705
Phone : (941) 741-8224
Fax Number : (941) 708-3225

RECEIVED
04 APR 15 PM 12:43
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

BUD JONES LANDSCAPE NURSERY, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

04 APR 15 AM 9:04
RECEIVED
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

4716-04

((H04000080016 3)))

**ARTICLES OF ORGANIZATION
OF
BUD JONES LANDSCAPE NURSERY, LLC**

**ARTICLE I
Name**

The name of the limited liability company ("Company") is BUD JONES LANDSCAPE NURSERY, LLC.

**ARTICLE II
Address**

The mailing address of the Company's principal office is P.O. Box 1400, Bradenton, Florida 34280, and street address is 3704 Lorraine Road, Bradenton, Florida 34211.

**ARTICLE III
Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Katrina Roehl. The address of the Company's registered office in Florida is 2719 3rd Avenue West, Bradenton, Florida 34205.

**ARTICLE V
Management**

A. The Company is to be managed by Managers who will generally serve from annual meeting to annual meeting of the Members or until a replacement is qualified and elected. The initial Managers, however, shall serve until the organizational meeting of the Company and are identified as follows:

Michael Reid Zoller, whose address is 217 22nd Street West, Bradenton, Florida 34205.

Katrina Ann Roehl, whose address is 2719 3rd Avenue West, Bradenton, Florida 34205.

B. Each Manager, without the consent of the other, shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 608.404, as from time to time amended, including, but not limited to, the power to acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except:

((H04000080016 3)))

04 APR 15 AM 9:01
SECRET
TALLAHASSEE, FL 32301

APPROVED
AND
FILED

((H04000080016 3)))

1. Without having first obtained the prior written consent of a majority in interest of the Members, the Managers shall not cause or permit the Company to:

a. Refinance, mortgage, pledge, or otherwise encumber Company property, or;

b. File a petition in bankruptcy, make a general assignment for the benefit of creditors or application for other such relief available under similar laws or Regulations, or;

c. Sell, convey, transfer, assign, trade, exchange or otherwise dispose of any Company real property or all or a substantial portion of the Company's other properties or lease any Company property for more than ten (10) years, or;

d. Hire, terminate, or modify the terms of employment of any Manager, or;

e. Cause this Company to enter into a joint venture or partnership with any other person or entity, or;

f. Invest in the debt or equity of any other person or entity, or;

g. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

If any Member shall not object in writing to the Managers' request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Managers' request.

2. Without having first obtained the prior written consent of all of the Members, amend these Articles or the Operating Agreement of the Company to:

a. Reduce the ownership interest, rights, privileges, or benefits or enlarge the duties and obligations of the Members, or;

b. Enlarge the ownership interest, rights, privileges, or benefits or reduce the duties and obligations of the Managers, or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member ownership interests, or;

e. Amend this Article V, or;

f. Dissolve or terminate the existence of this Company, or;

g. Do or fail to do any act that is prohibited by a resolution of the

04 APR 15 AM 9:01
SECRETARY OF STATE
ALL INFORMATION
FILED

((H04000080016 3)))

Members.

If any Member shall not object in writing to the Managers' request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Managers' request.

C. A "majority in interest" without more, shall mean a simple majority, as determined by their ownership interest percentages in the Company, of the Members of the Company.

ARTICLE VI Continuation of Business

A majority in interest of the remaining Members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

ARTICLE VII Profits and Losses Allocation

Profits and losses will be allocated to the Members in accordance with the Operating Agreement of the Company.

ARTICLE VIII Amendments

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Manager.

ARTICLE IX Commencement

Pursuant to the provisions of Chapter 608, Florida Statutes, this Company shall begin its existence upon filing of these Articles of Organization with the Secretary of State.

IN WITNESS WHEREOF, the undersigned Member or an authorized representative of a Member has executed these Articles of Organization on this 14th day of April, 2004.



Katrina Ann Roehl, Member

04 APR 15 AM 9:11
SECRETARY
TALLAHASSEE
FILE

RECEIVED
APR 15
FILE

((H04000080016 3)))

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

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, 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 BUD JONES LANDSCAPE NURSERY, LLC.

2. The name and address of the registered agent and office is: Katrina Ann Roehl, 2719 3rd Avenue West, Bradenton, Florida 34205.

Having been named as registered agent and to accept service of process for the above-named 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: April 14, 2004.

KRoehl
Katrina Ann Roehl, Registered Agent

04 APR 15 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED