

L04000044845

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

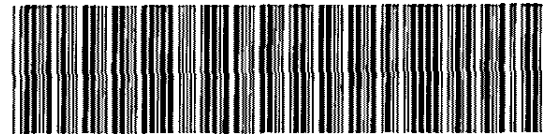
(Business Entity Name)

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BK

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

City/St/Zip

850-222-2785

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1- J.B. FREY ENTERPRISES, L.L.C.
- 2-
- 3-
- 4-

☒ Walk-in ☐ Pick-up time ASAP ☐ Certified Copy
☐ Mail-out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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**ARTICLES OF ORGANIZATION
OF
J. B. FREY ENTERPRISES, L.L.C.**

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 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 Amended name of the limited liability company shall be J.B.FREY ENTERPRISES, L.L.C., its principal office is located at No. 6446 Blue Grosbeck Circle, Lakewood Ranch, Florida 34202 and its mailing address is the same, 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 Florida Statutes including the acquisition, investment in and management of a beverage and snack vending business.
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.
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 of 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 interference 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 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 majority vote of the members of the limited liability company.

ARTICLE IV

MANAGING MEMBERS

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Brian M. Frey
6446 Blue Grosbeck Circle
Lakewood Ranch, Florida 34202

Jennifer M. Frey
6446 Blue Grosbeck Circle
Lakewood Ranch, Florida 34202

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by majority vote of the members. 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 majority 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 majority vote of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the minimal amount of \$12,500.00 in cash /or equivalent value in product & services shall be paid to the limited liability company by the members in equal shares. Additional contributions may be made as required for investment purposes, as determined by majority vote of the members.

ARTICLE VII

PROFITS AND LOSSES

Profits and Losses shall be allocated as set forth in the regulations of the company..

ARTICLE VIII

DURATION

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

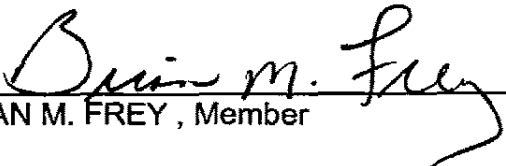
ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is No. 6446 Blue Grosbeck Circle, Lakewood Ranch, Florida 34202 and its mailing address is the same., and the name of the company's initial registered agent at that address is Brian M. Frey.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of J.B.FREY ENTERPRISES, L.L.C.

Executed by the undersigned at Tequesta, Florida on the 14 day of June, 2004.


BRIAN M. FREY, Member

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida 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 J.B.FREY ENTERPRISES, L.L.C.. The name of the registered agent for J.B.FREY ENTERPRISES, L.L.C. is BRIAN M. FREY and the street address of the company's principal office where the agent is located is No. 6446 Blue Grosbeck Circle, Lakewood Ranch, Florida 34202 and its mailing address is the same.

This statement is to acknowledge that, as indicated above, J.B.FREY ENTERPRISES, L.L.C. has appointed BRIAN M. FREY, as its registered agent to accept service of process for the company at the place designated above in this certificate.

The undersigned accepts this appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accept the obligations of its position as registered agent.

J.B.FREY ENTERPRISES, L.L.C.

By: Brian M. Frey
BRIAN M. FREY, President

The foregoing instrument was sworn to before me this 8th day of June, 2004 by BRIAN M. FREY, President of J.B.FREY ENTERPRISES, L.L.C. , who is () well known to me or ~~XX~~ who produced a Driver's License as identification.

Janie L. Gerow
Notary Public
My commission expires: 12/31/05

JANIE L. GEROW
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 12/31/05