

L 04000047195

H.B. Stivers

(Requestor's Name)

245 E. Virginia St.

(Address)

(Address)

Talla. FL 32301

(City/State/Zip/Phone #)

☒ PICK-UP

☐ WAIT

☐ MAIL

~~CLARKSON DRUGS, INC.~~
(Business Entity Name)

(Document Number)

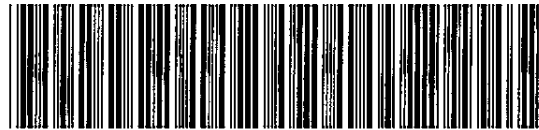
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DIVISION OF REGISTRATION

04 JUL 23 PM 2:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUL 23 AM 10:18

FILED

**LEVINE
&
STIVERS**
LAWYERS &
MEDIATION SERVICES

MARK S. LEVINE
Certified Circuit Civil Mediator
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H.B. STIVERS
Certified Circuit Civil Mediator
HB.LsLegal@electro-net.com

GERALD A. LEWIS
of Counsel
Certified Circuit Civil Mediator

***DONN A. CLENDENON**
of Counsel
*Admitted in Ohio

July 23, 2004

Department of State
Attn: Buck

Re: Kyoti Fuels & Tobacco, LLC

Dear Buck:

As you may recall we have a credit of \$125.00 where we filed an LLC two years ago. In our conversation you said that the next time we filed an LLC that we could use that credit.

If you have any questions please feel free to give me a call.

Sincerely,



Theresa Tadlock
Legal Assistant to H. B. Stivers

/tht

Enclosure

222-6580
Call and I'll come pick up.

FILED
04 JUL 23 AM 10:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED
04 JUL 23 PM 4:40
TALLAHASSEE, FLORIDA
COUNTY CLERK

**ARTICLES OF ORGANIZATION OF
KYOTI FUELS & TOBACCO LLC**

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 KYOTI FUELS & TOBACCO, LLC, and its principal office shall be located at 3415 Thresher Drive City of Tallahassee, County of Leon, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The initial mailing address shall be 3415 Thresher Drive, Tallahassee, Florida .

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 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.
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 a manager or managers

ARTICLE V

DURATION


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

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 245 East Virginia Street, City of Tallahassee, County of Leon, State of Florida, and the name of the company's initial registered agent at that address is H.B. Stivers.

Having been named as registered agent and to accept service of process or 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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

The undersigned certifies that he is authorized to execute this document and that this instrument constitutes the proposed Articles of Organization of KYOTI FUELS & TOBACCO, LLC.

Executed by the undersigned at Tallahassee, Florida on July 22, 2004.



JERRY PELLINO, Managing Member