

L04000054717

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

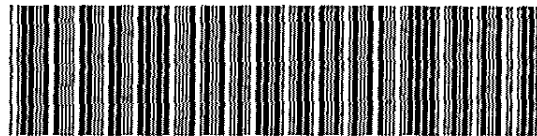
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Name	_____
Signature	_____
Document	_____
_____	DCC
_____	Office Use Only
_____	DCC
_____	DCC
_____	DCC
W. P. Verifier	DCC



600039201586

07/22/04--01038--004 **160.00

FILED
2004 JUL 22 P 1:03
SECRETARY OF STATE
TALLAHASSEE, FL

THE LAW OFFICES
OF
KENT A. SKRIVAN, PLLC
Tel: (239) 597-4500 • Fax: (239) 597-5623
801 Laurel Oak Drive, Suite 705 • Naples, Florida 34108

July 20, 2004

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Schoolman and Epner, L.L.C.

Dear Sir/Madam:

Enclosed please find Articles of Organization of Schoolman and Epner, L.L.C., together with our check in the amount of \$160.00 in payment of the registration fee.

Should you have any questions, please do not hesitate to contact our office.

Sincerely,

Kent A. Skrivan
Kent A. Skrivan *1gR*

KAS/jr
Enclosure

FILED
2004 JUL 22 P 1:03
SECRETARY OF STATE
TALLAHASSEE, FL 32399

**ARTICLES OF ORGANIZATION
OF
SCHOOLMAN AND EPNER, L.L.C.**

The undersigned acting as organizer of SCHOOLMAN AND EPNER, L.L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be SCHOOLMAN AND EPNER, L.L.C., (the "L.L.C.").

**ARTICLE II
DURATION**

This L.L.C. shall exist perpetually, unless dissolved according to law as set forth in the L.L.C.'s Operating Agreement.

**ARTICLE III
PURPOSE**

The L.L.C. is organized pursuant to the Florida Limited Liability Company Act for the purpose of establishing and operating a PJ's USA, Inc. franchised business and to conduct any lawful activity in Florida relative to the establishment and operation of said business, with the powers described in the Florida Limited Liability Company Act and as set forth in the L.L.C.'s Operating Agreement.

**ARTICLE IV
BUSINESS ADDRESS/MAILING ADDRESS**

The address of the place of business in this State of the L.L.C. shall be 5801 Windermere Drive, Palm Harbor, Florida 34685. The mailing address of the L.L.C. shall be 5801 Windermere Drive, Palm Harbor, Florida 34685.

Prepared by:
Kent A. Skrivan, Esq.
The Law Offices of Kent A. Skrivan, PLLC
801 Laurel Oak Drive, Ste. 705
Naples, Florida 34108
(239) 597-4500
Bar #0893552

FILED
JUL 22 P
TALLAHASSEE, FL
SECRETARY OF STATE

ARTICLE V
REGISTERED AGENT

The name and address of the L.L.C.'s initial registered agent and registered office is Ben Schoolman, 5801 Windermere Drive, Palm Harbor, Florida 34685.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted as provided in the Operating Agreement, however, issuance and transfer of membership interests is restricted by applicable franchise documents.

ARTICLE VII
DISSOLUTION, CONTINUATION

The members shall have the right to continue the L.L.C. upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the L.L.C. as provided in the Operating Agreement.

ARTICLE VIII
MANAGEMENT

The L.L.C is to be managed by its members.

ARTICLE IX
ADDITIONAL PROVISIONS

- (a) Members of the L.L.C. shall be entitled to vote on matters relating to the L.L.C. as set forth in the Operating Agreement of the L.L.C.
- (b) The effective date of this limited liability company shall be upon filing.

FILED
2004 JUL 22 P 1:03
SECRETARY OF STATE
TALLAHASSEE FL 32310

IN WITNESS WHEREOF, the undersigned has caused these Articles of

Organization to be executed this 12 day of July, 2004.

By: Ben Schoolman
Ben Schoolman, Member

By: Brian Epner
Brian Epner, Member

In accordance with Section 608.408(c)(3), Florida Statutes the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

FILED

2004 JUL 22 P 1:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF Pineles) ss.

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Ben Schoolman, to me known to be the person described in and who executed the foregoing Articles of Organization of SCHOOLMAN AND EPNER, L.L.C. Ben Schoolman is personally known to me or has produced Florida Drivers License as identification.

12th WITNESS my hand and official seal in the County and State named above, this day of July, 2004.



[Signature]
Notary Public
My Commission Expires

2004 JUL 22 P 1:00
TALLAHASSEE, FL 32301
SECRETARY OF STATE

FILED

STATE OF FLORIDA)
COUNTY OF Pineles) ss.

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Brian Epner, to me known to be the person described in and who executed the foregoing Articles of Organization of SCHOOLMAN AND EPNER, L.L.C. Brian Epner is personally known to me or has produced Florida Drivers License as identification.

12th WITNESS my hand and official seal in the County and State named above, this day of July, 2004.



[Signature]
Notary Public
My Commission Expires:

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/RESISTERED OFFICE

In compliance with Section 608.415 and 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the Limited Liability Company is SCHOOLMAN AND EPNER, L.L.C.
2. The name and address of the registered agent and registered office is:

Ben Schoolman.
5810 Windermere Drive
Palm Harbor, Florida 34685

By: Ben Schoolman
Ben Schoolman, Organizer

By: Brian Epner
Brian Epner, Organizer

2004 JUL 22 P 1:03
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

FILED

ACCEPTANCE:

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

Ben Schoolman
Ben Schoolman