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August 16, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S)

R & W LLC

		<u> </u>
	Filing Evidence  ☑ Plain/Confirmation Copy	Type of Document  □ Certificate of Status
	□ Certified Copy	☐ Certificate of Good Standing
		□ Articles Only
	Retrieval Request  Photocopy  Certified Copy	<ul> <li>□ All Charter Documents to Include Articles &amp; Amendments</li> <li>□ Fictitious Name Certificate</li> <li>□ Other</li> </ul>
	NEW FILINGS	AMENDMENTS
	Profit	Amendment
	Non Profit	Resignation of RA Officer/Director
X	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILINGS	REGISTRATION/QUALIFICATION
	Annual Reports	Foreign
	Fictitious Name	Limited Liability
	Name Reservation	Reinstatement
	Reinstatement	Trademark
		Other

## ARTICLES OF ORGANIZATION OF R & W, LLC

#### ARTICLE I Name

The name of the limited liability company is R & W, LLC ("Company").

## ARTICLE II Address

The mailing and street address of the Company's principal office is 301 N. Atlantic Avenue, Unit 504, Cocoa Beach, Florida 32931.

## ARTICLE III Duration

The period of duration for the Company is perpetual beginning on the date of Articles of Organization are filed by the Florida Department of State.

## ARTICLE IV Registered Agent and Office

The name of Company's initial registered agent in Florida is Katherine A. Barski, Esquire and the address is located at Joseph C. Kempe, Professional Association, Attorneys and Counselors at Law, 941 North Highway A1A, Jupiter, Florida 33477.

#### ARTICLE V Management

The Company is to be managed by the Managing Member. The Managing Member is identified as follows:

Clyde Keller Family Limited Partnership

301 N. Atlantic Avenue, Unit 504

By: Keller Associates, Inc.

Cocoa Beach, Florida 32931

Its General Partner

#### ARTICLE VI Purpose

The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of Florida, including, but not limited to, the following:

- (a) To carry on any business or any other legal or lawful activity allowed by law;
- (b) To acquire, own, use, convey, and otherwise dispose of and deal in real or personal



property or any interest in such property;

- (c) To do such other acts as are incidental to the foregoing or desirable in order to accomplish the purpose for which the company was formed; and
- (d) To have and exercise all rights and powers that are now or may hereafter be granted to a limited liability company by law.

The foregoing shall be construed as the object, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

## ARTICLE VII Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

#### ARTICLE VIII

The remaining members of the Company have the right to continue the business on the death, retirement or 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. The business may be continued only on the unanimous written consent of the remaining members.

### ARTICLE IX Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this  $\frac{i \int_{-\infty}^{\infty} f dx}{1}$  day of August \_\_\_\_\_\_, 2004 at Jupiter, Florida.

**AUTHORIZED REPRESENTATIVE:** 

KATHERINE A. BARSKI, ESQUIRE

Attorney for Company
Joseph C. Kempe
Professional Association
Attorneys and Counselors at Law
941 North Highway A1A
Jupiter, Florida 33477

#### 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 the Florida Statutes, the following is submitted:

R & W, LLC, a Florida Limited Liability Company, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the foregoing Articles of Organization, State of Florida, has named:

<u>Agent</u>

Katherine A. Barski, Esquire

Address

Joseph C. Kempe

Professional Association

Attorneys and Counselors at Law

941 North Highway A1A Jupiter, Florida 33477

as its agent to accept service of process within Florida, and as its Statutory Registered Agent.

#### ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby acknowledge that I am familiar with, and accept, the obligations of a registered agent as provided in Florida Statutes, Chapter 608.

Dated: August 11 , 2004

KATHERINE A. BARSKI, ESQUIRE

Registered Agent for Company

Joseph C. Kempe

**Professional Association** 

Attorneys and Counselors at Law

941 North Highway A1A Jupiter, Florida 33477

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this \( \) day of \( \) day of \( \) who is personally known to me \( \) or who has produced \( \) as identification, and who acknowledged before me that she executed the same as her free and voluntary act for the uses and purposes therein set forth.

(Print name of Notary) Notary Public

Commission Number.:

Donna A. Baummier

MY COMMISSION # DD032999 EXPIRES

June 27, 2005

BONDED THRU TROY FAIN INSURANCE, INC.