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SCOTT H. LANGSTON
ATTORNEY AT LAW

POST OFFICE BOX 1897
LAKELAND, FLORIDA 33802-1897

117 SOUTH FLORIDA AVENUE
TELEPHONE: 863-688-5659
FAX: 863-687-0917

September 1, 2004

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: CFDB, LLC


Dear Sirs:

Enclosed herewith please find original and one copy of the Articles of Organization of CFDB, a Florida Limited Liability Company. Also enclosed is our check in the sum of \$155.00, to cover the filing fee (\$125.00), and the cost for obtaining one certified copy (\$30.00) of the LLC.

Please return the certified copy to the undersigned in the pre-addressed stamped envelope provided for your use.

Should you have any questions, please feel free to contact me.

Sincerely yours,



Scott H. Langston

SHL/glz
Enclosures
cc: Charles S. Freed
David Blount

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ARTICLES OF ORGANIZATION
OF
CFDB , L.L.C.
A Florida Limited Liability Company

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 CFDB L.L.C., and its principal office shall be located at 2031 E. Edgewood Drive, Suite #5, in the City of Lakeland, County of Polk and State of Florida, 33803, but it shall have the power and authority to establish branch offices at any other place places as the members may designate.

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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 utility system operations and any other 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, representative, 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.

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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. These Articles may be amended from time to time in the regulations of the limited liability company by a unanimous vote in writing of all the members of the limited liability company.

ARTICLE IV
MANAGEMENT

This limited liability company shall be managed by two managers. The names and addresses of the persons who shall serve until their successors are elected and qualified are as follows:

Charles S. Freed
2031 E. Edgewood Drive, Suite #5
Lakeland, Florida 33803

David Blount
2671 WyndSOR Oaks Way
Winter Haven, Florida 33884

ARTICLE V
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. 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 unanimous written consent 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 unanimous consent of the remaining members.

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ARTICLE VI
CAPITAL CONTRIBUTIONS

Capital contribution in the amount of \$10.00 cash shall be paid to the limited liability company by the 2 members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII
PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII
DURATION

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

ARTICLE IX
INFORMAL ACTION OF MEMBERS

Any action of the members may be taken without a meeting consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting.

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ARTICLE X
INITIAL REGISTERED OFFICE AND REGISTERED
AGENT

The address of the initial registered office of the limited liability company is 2031 E. Edgewood Drive, Suite #5, City of Lakeland, County of Polk, State of Florida, 33803 and the name of the company's initial registered agent at that address is CHARLES S. FREED, 2031 E. Edgewood Drive, Suite #5, Lakeland, Florida 33803.

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

Executed by the undersigned at Lakeland, Florida on this 24th day of August, 2004.

Charles S. Freed

CHARLES S. FREED (member)

David Blount

DAVID BLOUNT (member)

STATE OF FLORIDA
COUNTY OF POLK

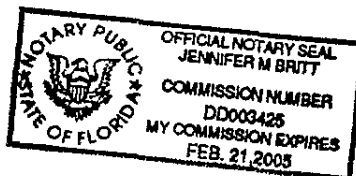
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CHARLES S. FREED, who is personally known to me or who produced FL Drivers License as identification, and who is described as a member in and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above this 24th day of August, 2004.

Jennifer M. Brutt

Notary Public, State of Florida

My commission expires:

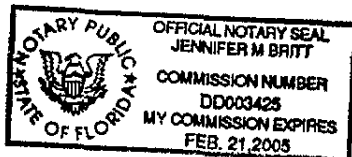


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STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared DAVID BLOUNT, who is personally known to me or who produced FL Drivers License as identification, and who is described as a member in and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above this 21st day of Aug, 2004.



Jennifer M. Britt
Notary Public, State of Florida
My commission expires:

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 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.

Charles S. Freed

CHARLES S. FREED

Registered Agent

Date: 8/24/04

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