

L04000069789

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

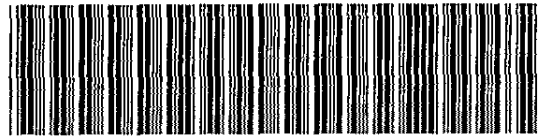
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700041164097

09/21/04--01019--018 **155.00

FILED
2004 SEP 23 PM 2:47
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN SEP 24 2004

LAW OFFICES OF
KLINGBEIL & ROBERTS, P.A.

341 West Venice Avenue
VENICE, FLORIDA 34285

Telephone (941) 485-2900

Fax (941) 486-8565

Email: greg@k-rlaw.com

Web site: www.k-rlaw.com

Robert T. Klingbeil, Jr.

Gregory C. Roberts

September 17, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: A&R Carpet Cleaning and Furniture Care, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Organization for the above referenced limited liability company. Also enclosed is our check in the amount of \$155.00 for the following filing fees:

Filing Fee	\$100.00
Registered Agent Designation	25.00
Certified Copy of Articles	<u>30.00</u>
Total:	<u>\$155.00</u>

Please return a certified copy of the Articles of Organization to our office at the address listed above.

Thank you for your attention to this matter.

Very truly yours,


Gregory C. Roberts

GCR/lr

Enclosures - 3

cc: Mr. Michael Mendelson, w/o encl.

FILED
2004 SEP 23 PM 2:47
CLERK OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF A&R CARPET CLEANING AND FURNITURE
CARE, LLC

FILED
2004 SEP 23 PM 2:47
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

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 service 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 A&R CARPET CLEANING AND FURNITURE CARE, LLC. The mailing address and the street address of the principal office shall be located at 13561 Driscoll Avenue, Port Charlotte, Florida 33953, 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 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.

The initial member(s) of this limited liability company is:

Michael Mendelson

FILED
2004 SEP 23 PM 2:48
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2004 SEP 23 PM 2:48
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE IV 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.

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 13561 Driscoll Avenue, Port Charlotte, Florida 33953, and the name of the company's initial registered agent at that address is Michael Mendelson.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of A&R CARPET CLEANING AND FURNITURE CARE, LLC.

Executed by the undersigned on September 16, 2004

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


MICHAEL MENDELSON

DESIGNATION OF REGISTERED AGENT

FILED
2004 SEP 23 PM 2:48
JULY 14, 2004
TALLAHASSEE, FLORIDA

State of Florida
County of Sarasota

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the 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 A&R CARPET CLEANING AND FURNITURE CARE, LLC.

The name of the registered agent for A&R CARPET CLEANING AND FURNITURE CARE, LLC, is MICHAEL MENDELSON, and the street address of the agent is 13561 Driscoll Avenue, Port Charlotte, Florida 33953.

This statement is to acknowledge that, as indicated above, A&R CARPET CLEANING AND FURNITURE CARE, LLC, has appointed me, MICHAEL MENDELSON, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated September 16, 2004.


MICHAEL MENDELSON

ACKNOWLEDGEMENT

The foregoing instrument was acknowledged before me this 16 day of September 2004 by MICHAEL MENDELSON, agent on behalf of A&R CARPET CLEANING AND FURNITURE CARE, LLC, a limited liability company. He is personally known to me or has produced FL Dr Lic. as identification.

NOTARY PUBLIC


My Commission Expires:

U:\kat\inc\A&R Carpet Cleaning and Furniture Care, LLC\ArtofOrg.doc



Tamara L. Wallace
Commission # DD 057897
Expires Oct. 16, 2005
Bonded Thru
Atlantic Bonding Co., Inc.