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TALLAHASSEE, FLORIDA

Highland Parks Construction, LLC  
Post Office Drawer 1327  
Fort Walton Beach, Florida 32549

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September 22, 2004,

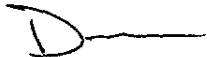
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

The Articles of Organization and fees are submitted for filing. Please return all correspondence concerning this matter to:

Darren M. Sneed  
Post Office Drawer 1327  
Fort Walton Beach, Florida 32549

For further information concerning this matter, please call Darren Sneed at 850-796-2137.

Sincerely,



Darren M. Sneed

Enclosed: Check \$100.00 Filing Fee  
30.00 Certified Copy  
25.00 Designation of Registered Agent  
5.00 Certificate of Status

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STATE OF FLORIDA  
TALLAHASSEE

**ARTICLES OF ORGANIZATION  
OF  
HIGHLAND PARKS CONSTRUCTION, LLC**

The undersigned hereby 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 be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I ~ Name & Street Address & Mailing Address**

The name of the limited liability company shall be **HIGHLAND PARKS CONSTRUCTION, LLC**, and its principal place of business shall be 29 N Eglin Parkway, Fort Walton Beach, FL 32548 (County of Okaloosa) but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members. The mailing address for this limited liability company shall be P. O. Drawer 1327, Fort Walton Beach, Florida 32549.

**ARTICLE II ~ Purposes and Powers**

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, 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 herein set forth 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 the 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 thereof, 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 herein 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 such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service and to render any other service or assistance insofar as it lawfully may 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 herein set forth, 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.

7. 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 herein contained 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 the laws of the State of Florida, lawfully carry on, exercise, or do.

### **ARTICLE III ~ Profits and Losses**

(A) Sharing of Profits. 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 the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits in proportion to the number of units owned by that member. The distributive share of the profits shall be determined and paid to the members on the anniversary date of the commencement of business of the limited liability company, or periodically as determined by the managing members.

(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.

(C) There is no right to have additional members admitted without the consent of all then-existing members.

(D) In the event of death, retirement, 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 limited liability company, the remaining members shall be allowed to continue the business of the limited liability company.

- (E) In the event of death by Jason C. Sneed his ownership and undivided profits will be distributed to Darren M. Sneed.
- (F) In the event of death by Darren M. Sneed his ownership and undivided profits will be distributed to Jason C. Sneed.
- (G) In the event of death by someone other than Darren M. Sneed or Jason C. Sneed, his or her remaining ownership and undivided profits will be equally distributed to Darren M. Sneed and Jason C. Sneed.

#### **ARTICLE IV ~ Duration**

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

#### **ARTICLE V ~ Management**

This is a Member-Managed limited liability company. Management of this limited liability company is reserved unto:

**Darren M. Sneed, Manager**  
**Jason C. Sneed, Manager**

#### **ARTICLE VI ~ Initial Registered Office and Registered Agent**

The address of the initial principal office of the limited liability company is 29 N Eglin Parkway, Fort Walton Beach, County of Okaloosa, State of Florida 32548, and the name of its initial registered agent at such address is Darren M. Sneed.

The undersigned, being one of the original members of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of **HIGHLAND PARKS CONSTRUCTION, LLC**, executed by the undersigned on the date indicated.

Darren M. Sneed

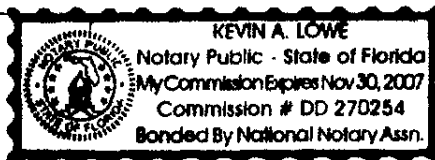
9-23-04  
Date

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 23 day of September, 2004, by Darren M. Sneed.

Kevin A. Lowe  
Notary Public  
My Commission Expires:

- ☒ Personally known to me  
☐ Produced \_\_\_\_\_ as identification



**CERTIFICATE OF DESIGNATION**  
**OF**  
**REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate registered office and registered agent in the State of Florida:

1. Name: The name of the limited liability company is **HIGHLAND PARKS CONSTRUCTION, LLC**
2. Registered Office: The address of the registered office of the limited liability company is 29 N. Eglin Parkway, Fort Walton Beach, County of Okaloosa, State of Florida 32548.
3. Registered Agent: **Darren M. Sneed** is appointed, and by his signature below accepts appointment, to act as the Registered Agent of **HIGHLAND PARKS CONSTRUCTION, LLC**.

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Darren M. Sneed