

LD40000 75580

(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



200131571752

06/23/08--01038--003 \*\*35.00

FILED

03 JUN 23 PM 12:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LD4-75580

*[Handwritten signature]*

LAW OFFICE OF  
**ERIC S. MASHBURN, P.A.**

102 E. MAPLE STREET  
POST OFFICE BOX 771268  
WINTER GARDEN, FLORIDA 34777-1268

BOARD CERTIFIED BUSINESS  
LITIGATION LAWYER  
WILLS - TRUSTS - PROBATE

TELEPHONE (407) 656-1576  
FACSIMILE (407) 877-9166  
E-MAIL: ericmashburn@cfl.rr.com

June 19, 2008

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

**RE: MAKO'VEER, LLC**

Dear Sir or Madam:

Enclosed for filing please find an original and copy of the Amended and Restated Articles of Organization regarding the above-captioned LLC. A check in the amount of \$35.00 is enclosed for your fee. Please return a copy in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely,



Eric S. Mashburn

ESM/lw  
encs.

FILED  
09 JUN 23 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF  
**MAKO'VER, LLC**

The undersigned, for the purpose of amending and restating the Articles of Organization of **MAKO'VER, LLC** have duly executed these Amended and Restated Articles of Organization pursuant to the provisions of §608.411, *Florida Statutes*. and state:

- A. The limited liability company's present name is **Mako'ver, LLC**.
- B. The Articles of Organization for the limited liability company were originally filed July 14, 2004, under the name **Fix'n Chick'n Holding, LLC**.
- C. The effective date of these Amended and Restated Articles of Organization shall be the date of filing.

FILED  
08 JUN 23 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

*ARTICLE 1 - Name*

The name of the limited liability company shall be **Mako'ver, LLC** (hereinafter "Company").

*ARTICLE 2 - Address of Company*

The mailing address of the Company is 635 Oakdale Street, Windermere, FL 34786 and the street address of the principal office of the Company is 635 Oakdale Street, Windermere, FL 34786.

*ARTICLE 3 - Initial Registered Office and Agent, and Agent's Signature*

The name and street address of the initial registered agent of the Company is

Eric S. Mashburn, Esquire  
102 East Maple Street

Winter Garden, FL 34787

Having been named as the 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 that 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 as provided for in Chapter 608, Fla. Stat.

  
Eric S. Mashburn, Registered Agent

*ARTICLE 4 - Managers*

Subject to the limitations set forth in the Operating Agreement, if any, the business and affairs of the Company shall be managed by three Managers, appointed in accordance with the Operating Agreement of the Company, who may exercise all powers of the Company and perform or authorize the performance of all lawful acts which are not otherwise prohibited by law, the Operating Agreement or these Articles of Organization. All acts of the Managers within the scope of their authority shall be binding on the Company. Each Manager shall be required to be a Member of the Company or the appointed agent of a Member, but shall not be required to be a resident of the State of Florida. The Company shall initially be managed by three Managers. The method of appointing, removing and replacing such managers shall be prescribed by the Operating Agreement. The number of managers may be increased or decreased from time to time by the Operating Agreement. The names and street addresses of the initial Managers who shall hold office until the first annual meeting of Members or until their successors are elected or appointed and qualified are:

| <u>Name</u>       | <u>Address</u>                                    |
|-------------------|---------------------------------------------------|
| J. Stanton Smith  | 635 Oakdale Street, Windermere, FL 34786          |
| Daniel W. Theisen | 224 E. 7 <sup>th</sup> Ave., Windermere, FL 34786 |
| Steven H. Walker  | 636 Oakdale Street, Windermere, FL 34786          |

*ARTICLE 5 -Term of Existence  
and Members Rights to Continue Business*

The Company shall commence its corporate existence on the date these Articles of Organization are filed by the Florida Department of State, and shall be perpetual thereafter until dissolved by the unanimous agreement of all Members. The death, bankruptcy or

FILED  
08 JUN 23 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

dissolution of a Member shall not cause the dissolution of the Company, and the business of the Company shall continue without the consent of any of the remaining Members.

*ARTICLE 6 - Purposes and Powers*

The general purpose for which the Company is organized is to own and operate an offshore fishing boat, and to transact any and all lawful business which a limited liability company may be organized under the laws of the State of Florida and of the United States. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

*ARTICLE 7 - Amendment to Articles*

These Articles of Organization may only be amended by two thirds of the members by capital account.

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

Dated this 19 day of June, 2008.

  
\_\_\_\_\_  
J. Stanton Smith, Member

  
\_\_\_\_\_  
Daniel W. Theisen, Member

  
\_\_\_\_\_  
Steven H. Walker, Member

FILED  
08 JUN 23 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA