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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

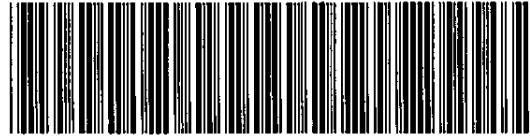
(Business Entity Name)

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12 JUN 18 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS
Jan 19 2012
EXAMINER

LAW OFFICE OF
ERIC S. MASHBURN, P. A.
102 E. MAPLE STREET
POST OFFICE BOX 771268
WINTER GARDEN, FLORIDA 34777-1268

FLORIDA BAR BOARD CERTIFIED
BUSINESS LITIGATION LAWYER

TELEPHONE (407) 656-1576
FACSIMILE (407) 877-9166
E-MAIL: info@wintergardenlaw.com

ESTATE PLANNING - TRUSTS
PROBATE - GUARDIANSHIP

May 3, 2012

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

RE: REEL PALS, LLC

Dear Sir or Madam:

Enclosed for filing please find an original and copy of the Second Amended and Restated Articles of Organization regarding the above-captioned LLC. A check in the amount of \$25.00 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.

LAW OFFICE OF
ERIC S. MASHBURN, P. A.
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ESTATE PLANNING - TRUSTS
PROBATE - GUARDIANSHIP

June 7, 2012

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

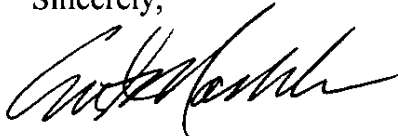
RE: REEL PALS, LLC, f/k/a MAKO'VER, LLC
Reference Number: W12000026096

Dear Sir or Madam:

We previously submitted the enclosed Second Amended and Restated Articles of Organization regarding the above-captioned LLC and a check in the amount of \$25.00 for your fee. The Articles were returned to us because there was no entity by the name of Reel Pals, LLC. The Articles are filed for the purpose of changing the name of MAKO'VER, LLC, to REEL PALS, LLC. Please check your records for Mako'ver, LLC.

Thank you.

Sincerely,



Eric S. Mashburn

ESM/lw
encs.

**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION**

for

**MAKO'VER, LLC
now known as REEL PALS, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of amending and restating the Articles of Organization of **MAKO'VER, LLC**, now known as **REEL PALS, LLC**, have duly executed these Second 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 Reel Pals, 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, which was subsequently changed on June 23, 2008, to Mako'ver, LLC, pursuant to the filing of Amended and Restated Articles of Organization.
- C. The effective date of these Second Amended and Restated Articles of Organization shall be the date of filing.

SECOND 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 **Reel Pals, LLC** (hereinafter "Company").

ARTICLE 2 - Address of Company

The mailing address of the Company is P.O. Box 823, Windermere, FL 34786-0823 and the street address of the principal office of the Company is 224 E. 7th Avenue, 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

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TALLAHASSEE, FLORIDA

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>
Daniel W. Theisen	P.O. Box 823, Windermere, FL 34786-0823
Steven H. Walker	P.O. Box 1267, Windermere, FL 34786-1267

*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 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 27 day of April, 2012.



Daniel W. Theisen, Member



Steven H. Walker, Member

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TALLAHASSEE, FLORIDA