

LO4000077976

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

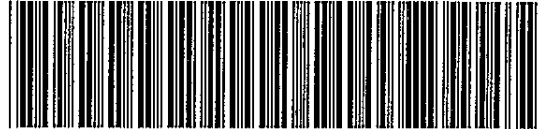
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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10/07/04--01027--012 \*\*100.00

10/27/04--01002--022 \*\*25.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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LO4-77976  
OK



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

October 8, 2004

BRUCE RITSON  
513 WHITEHEAD STREET  
KEY WEST, FL 33040

SUBJECT: THE KEY WEST BEAN COMPANY LLC  
Ref. Number: W04000037201

We have received your document for THE KEY WEST BEAN COMPANY LLC and check(s) totaling \$100.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$25.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline  
Document Specialist

Letter Number: 804A00058438

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TALLAHASSEE, FLORIDA

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## RITSON & COMPANY, P.A.

Accounting & Tax Matters + Annuities & Insurance + Financial Planning  
513 Whitehead Street  
Key West FL 33040  
305/294-7284  
Phone or Fax

September 27, 2004

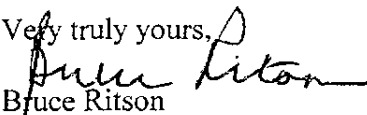
Division of Corporations  
Domestic Charter Section  
409 East Gaines Street  
Tallahassee FL 32301

Re: THE KEY WEST BEAN COMPANY LLC  
Articles of Organization

Greetings:

Enclosed are two originals of the Articles of Organization for the above-noted new Limited Liability Company, to be filed at your earliest convenience. A name search at your Sunbizbiz.org web-site [ copy of the search materials are also enclosed ] shows that this name is not currently in use.

We herewith submit our payment in the amount of \$ 100.00 to cover the Filing Fees. Please return the filed Articles to our offices.

Very truly yours,  
  
Bruce Ritson

cc: BJ Martin

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ARTICLES OF ORGANIZATION  
of  
THE KEY WEST BEAN COMPANY LLC  
A Limited Liability Company of the State of Florida

We, the undersigned, hereby associate for the purpose of becoming a Limited Liability Company under the laws of the State of Florida pursuant to Section 608 of the Florida Statutes and providing for the formation, liability, rights, privileges, and immunities of such a Limited Liability Company.

ARTICLE I

The name of the Limited Liability Company is THE KEY WEST BEAN COMPANY LLC [ hereinafter referred to as the Company ] and the general nature of the business to be conducted and the objects and purposes to be transacted and carried on is as a Manufacturer; Distributor; Packager; and Marketer of proprietary specialty foods throughout the State of Florida and elsewhere.

1. To engage in every aspect and phase of business permitted under the Laws of the United States of America and the State of Florida; and
2. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every class, kind, or description; except that it is not to conduct a banking, trust, insurance, surety, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, exposition or state fair.
3. To license the trade name; recipes; packaging; and products owned by this Company for the sale, manufacture, and distribution of it's products by other business entities of every kind.
4. To engage in any commercial or industrial enterprise calculated or designed to be profitable to this Limited Liability Company and in conformity with the laws of the United States of America and of the State of Florida; and to generally engage in, do, and perform any enterprise, act, or vocation that a natural person might or could do; to engage in the production manufacture, sale, purchase, importing and exporting of merchandise and personal property of all manner and description; to set up as agents for the purchase, sale, and the handling of goods, wares, and merchandise of any and all types and kinds, for the accounts of the Company or as a factor, Agent, Procurer, or otherwise for or on behalf of another, to own, acts as, or authorize distributors to further these ends.

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5. To do all and everything necessary , suitable, and proper for the accomplishment of any of the purposes, or the attainment of any of the objectives, or the furtherance of any the powers hereinbefore set forth, either alone or in association with other, Entities, firms, or individuals, and to do every other act or acts incidental or appurtenant to or growing out of any part or parts thereof , provided the same be not inconsistent with the laws under which this Company is organized,

6. To acquire, and pay for, in cash, stocks, or bonds of the corporation ,or otherwise, the goodwill, rights, assets, and property, and to undertake or assume the whole or part of the liabilities of any person, firm, association, or corporation.

7. To borrow or lend money and to negotiate loans and issue Bonds, Debentures, Notes, and other evidences of indebtedness; and to secure the payment or performance of its obligations, by Mortgage, Deed of Trust, Pledge or otherwise.

8. To purchase , hold, sell, and transfer the membership shares so far as may be permitted by the laws of the State of Florida.

9. To have one or more offices within or without the State of Florida; to carry on all or any of its operations and businesses without restriction or limit as to amount; to buy, hold, mortgage, sell, and convey such property as the purposes of the Company shall require, where no Special Provision is made therefor by law or otherwise,

10. In general, to carry on any other business in connection with the foregoing, and to have and exercise all of the powers conferred by the State of Florida upon its domestic corporations.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict, in any manner, the powers of this Company.

## ARTICLE II

The Principal Office of this Company shall be located at 2039 Flagler Avenue. in the City of Key West FL 33040 and the name and address of its Initial Registered Agent shall be Bruce Ritson, of Ritson & Co.,PA , at 513 Whitehead Street, in Key West FL 33040 or in any other such part of the State of Florida as the Registered Agent may determine.

## ARTICLE III

The number of members of this Limited Liability Company shall not be less than One [1] or more than Nine [9].

## ARTICLE IV

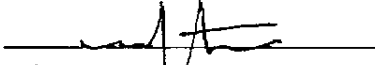
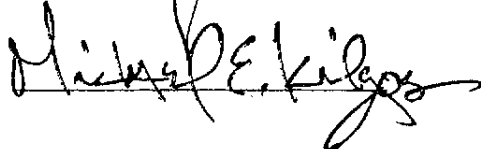
The management of the company is vested in the members named below:

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<u>Name</u>	<u>Address</u>	<u>Title</u>
William J Martin	2309 Flagler Avenue Key West FL 33040	General Manager & President
Mick Kilgos	1000 Reynolds Street Key West FL 33040	Product Development Manager & Treasurer

#### ARTICLE IX

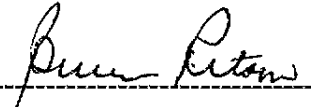
The names and Post Office addresses of the Organizers of this Limited Liability Company are the persons name below:

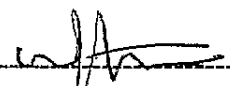
<u>Name</u>	<u>Address</u>	<u>Signature</u>
William J Martin	2309 Flagler Avenue Key West FL 33040	
Mick Kilgos	1000 Reynolds Street Key West FL 33040	

#### ARTICLE V

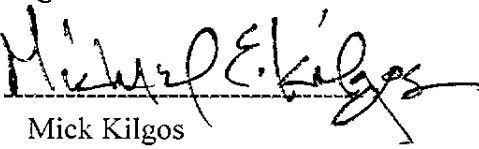
No holder of a membership in this Company shall sell his or her shares to any person without first offering them to the Company or to each other individual member of the Company on equal or better terms.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Organization on this 27th day of September 2004.

  
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Witness

  
-----  
William J Martin  
Organizer and Subscriber

  
-----  
Witness

  
-----  
Mick Kilgos  
Organizer and Subscriber

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There are [ 2 ] Organizers of this Limited Liability Company

APPOINTMENT AS REGISTERED AGENT  
of THE KEY WEST BEAN COMPANY LLC

Pursuant to the Provisions of Section 608 of the Florida Statutes, the following  
is herewith submitted in compliance with said Act:

William J Martin and Mick Kilgos

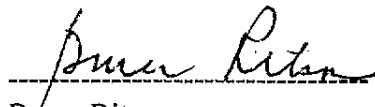
desiring to organize THE KEY WEST BEAN COMPANY LLC under the laws of the State of  
Florida, with its Principal Offices at 2309 Flagler Avenue, in the City of Key West, in the State  
of Florida, has named:

Bruce Ritson  
Ritson & Co.,PA  
513 Whitehead Street  
Key West , Florida 33040  
305/294-8284

as its Registered Agent, to accept Service of Process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and agreeing to accept Service of Process  
for the above-named Limited Liability Company at the place designated in this document  
I hereby accept 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.



Bruce Ritson  
Registered Agent for  
THE KEY WEST BEAN COMPANY LLC

September 27 , 2004

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