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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 27, 2004

DARREN JACKSON
PO BOX 1690
MAYO, FL 32066

SUBJECT: FLORIDA LAND CLEARING AND DEVELOPMENT, L.L.C.
Ref. Number: W04000039485

We have received your document for FLORIDA LAND CLEARING AND DEVELOPMENT, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

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) 245-6890.

Jason Merrick
Document Specialist

Letter Number: 304A00061884

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SECRETARY OF STATE
OFFICE

TRANSMITTAL LETTER

**TO: LLC FILING DEPARTMENT
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314**

SUBJECT: LLC of Florida Land Clearing and Development

DOCUMENT NUMBER:

The enclosed Article of Organization and fee are submitted for filing.

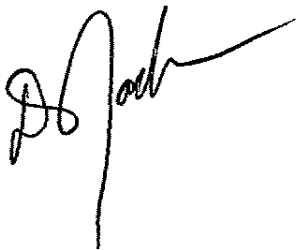
Please return all correspondence concerning this matter to the following:

Darren Jackson
Attorney at Law
PO Box 1690
Mayo, Florida 32066

For further information concerning this matter, please call:

Darren K. Jackson, Attorney at Law at 386.294.5151

Enclosed is a check for the following amount : \$125.00 Filing Fee payable to the Department of State



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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

ARTICLES OF ORGANIZATION OF

FLORIDA LAND CLEARING AND DEVELOPMENT, L.L.C.

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 serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPLE PLACE OF BUSINESS

The name of the limited liability company shall be Florida Land Clearing and Development, L.L.C. and its principle office shall be located at PO Box 356, Mayo Florida, but it shall have the power and authority to establish branch offices at any other place of 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.

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, 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 per 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

This limited liability company is a member managed company. All limited liability company powers shall be exercised by or under 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.

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Holger Sax

P.O. Box 20
D-78532 Tuttlingen
Germany

Joseph Mark Owens

PO Box 356
Mayo, Florida 32066

ARTICLE V

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 or 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 VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of five hundred (\$500.00) dollars cash shall be paid to the limited liability company by the two members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

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ARTICLE VII

PROFITS AND LOSSES

Profit sharing. The members shall be entitled to the net profits from the operation of the limited liability company business that remain after the payment of the expenses of conducting business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

Holger Sax	51%
Joseph Mark Owens	49%

The distributive shares of the profits shall be determined and paid to the members on December 31 of each year.

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, or, if these sources are insufficient to cover such losses, by the member in the following shares:

Holger Sax	51%
Joseph Mark Owens	49%

ARTICLE VII

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 IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 390 NE Castagna Lane, Mayo Florida 32066, and the name of the company's initial registered agent at that address is Joseph Mark Owens.

04 MAY 18 PM 2:49
STATE OF FLORIDA
OFFICE OF REVENUE

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Article of Organization of Florida Land Clearing and Development, L.L.C.

Executed by the undersigned in Mayo, Lafayette County, Florida on this 20 day of October, 2004.


Holger Sax


Joseph Mark Owens

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STATEMENT OF DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA
COUNTY OF LAFAYETTE**


Pursuant to the provisions of Section 608.415 and 608.407(1)(d) of the Florida Limited 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 Florida Land Clearing and Development, L.L.C.


The name of the registered agent for Florida Land Clearing and Development, L.L.C. is Joseph Mark Owens and the street address of the company's principle office where the agent is located is PO Box 356, Mayo Florida 32066

This statement is to acknowledge that, as indicated above, Florida Land Clearing and Development, L.L.C. has appointed me, Joseph Mark Owens, as its registered agent to accept service of process for the company at the place designated above in this certificate. 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 this 20 day of October, 2004.


Joseph Mark Owens
Registered Agent

The foregoing instrument was acknowledged before me this 20 day of Oct, 2004 by Joseph Mark Owens, agent on behalf of Florida Land Clearing and Development, L.L.C., a limited liability company. Joseph Mark Owens has produced a Drivers License as identification.


Dorothy Bennett
Notary Public
State of Florida



Dorothy J. Bennett
MY COMMISSION # DD122297 EXPIRES
June 11, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

Seal