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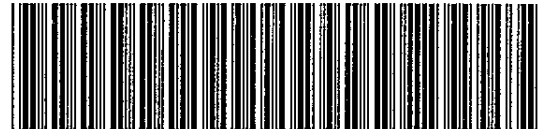
(Business Entity Name)

(Document Number)

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EFFECTIVE DATE

01/01/05

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TALLAHASSEE, FLORIDA

↓ BRYAN DEC 13 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Rogers Family Farms, L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Tommy Rogers
(Name of Person)

Rogers Family Farms, L.L.C.
(Firm/Company)

2710 Saddle Creek Road
(Address)

Lakeland, FL 33801
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Tommy Rogers at (863) 712-3309
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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

**ARTICLES OF ORGANIZATION
OF
Rogers Family Farms, L.L.C.**

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**

The name of the limited liability company shall be Rogers Family Farms, L.L.C., and its principal place of business shall be 2710 Saddle Creek Road, Lakeland, Polk County, Florida 33801, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II
PURPOSES AND POWERS**

EFFECTIVE DATE

01/01/05

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 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, exercises 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 CAPITAL CONTRIBUTIONS

Capital contributions in the amount of Five Thousand and no/100 Dollars (\$5,000.00) cash shall be paid to the limited liability company by the two members in the following percentages:

Denise K. Rogers	80%
Thomas W. Rogers, Jr.	20%

The limited liability company is manager-managed. The manager handles all contracts and day to day operations. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in the percentages described above.

**ARTICLE IV
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 the distributive share of the profits specified as follows:

Denise K. Rogers	80%
Thomas W. Rogers, Jr.	20%

The distributive share of the profits shall be determined and paid to the members within 60 days after the closing of the limited liability company's designated tax year.

- (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, or, if such sources are insufficient to such losses, by the members in the same percentages as such members share or divide the profits of the limited liability company.
- (c) The manager is entitled to reasonable compensation.

**ARTICLE V
LIMITED LIABILITY COMPANY POWERS**

All limited liability company powers shall be exercised by or under the 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 VI
DURATION**

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

**ARTICLE VII
PRINCIPAL PLACE OF BUSINESS**

The principal office of this limited liability company shall be located at 2710 Saddle Creek Road, Lakeland, Polk County, Florida 33801.

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TALLAHASSEE, FLORIDA

**ARTICLE VIII
MANAGEMENT**

This limited liability company is manager managed. The initial manager is Thomas W. Rogers, Jr. The manager can be removed by the majority vote of the members.

Name	Address
Thomas W. Rogers, Jr.	2710 Saddle Creek Road Lakeland, FL 33801
Denise K. Rogers	2710 Saddle Creek Road Lakeland, FL 33801

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**ARTICLE IX
COMMENCEMENT OF EXISTENCE**

The term of existence of this limited liability company shall commence January 1, 2005, and shall be perpetual.

**ARTICLE X
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 2710 Saddle Creek Road, Lakeland, Polk County, FL 33801, and the name of its initial registered agent at such address is Thomas W. Rogers, Jr.

**ARTICLE XI
RESTRICTIONS ON MEMBERSHIP**

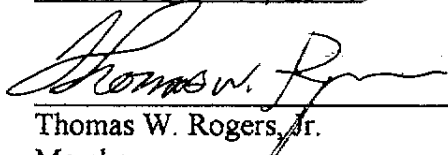
Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.


A member's interest in the limited liability company may not be sold or otherwise transferred except with the unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of Rogers Family Farms, L.L.C.

Executed by the undersigned at Lakeland, Polk County, Florida on
NOVEMBER 10, 2004.


Thomas W. Rogers, Jr.
Member


Denise K. Rogers
Member

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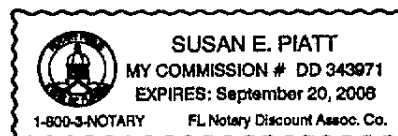
STATE OF FLORIDA)
)
COUNTY OF POLK) ss

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, Thomas W. Rogers, Jr. and Denise K. Rogers, personally known to me or presented a valid Florida Drivers License, _____ and _____ the persons described as the Members in the foregoing Articles of Organization, and they acknowledged before me that he executed said Articles of Organization.

WITNESS my hand and official seal at Lakeland, Polk County, Florida, this
10th day of NOVEMBER, 2004.

(Notary Seal)





Notary Public, State of Florida
My Commision Expires: 9/20/08

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 608 Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: Rogers Family Farms, L.L.C.
2. The name and address of the registered agent and office is: Thomas Rogers, Jr., 2710 Saddle Creek Road, Lakeland, FL 33801.

SIGNATURE

TITLE

DATE

Thomas W. Rogers
Managing member

11/10/04

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 DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

Thomas W. Rogers
11/10/04

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