

L05000011380

(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:

Name	
Availability	
Document	
Examiner	
Updater	DCC
Updater	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Office Use Only



200043732112

01/10/05--01013--003 **125.00

FILED

2005 FEB -3 P 4:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

effective date

205000003055

RICHARD R. KOSAN

ATTORNEY AT LAW

112 West Windhorst Road, Brandon, FL 33510



Phone (813) 689-1577

Fax (813) 654-5262

January 7, 2005

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Formation of a Limited Liability Company (Gear Investments, L.L.C.)

Dear Sir or Madame:

Enclosed herewith please find the following documents needed to form a limited liability company:

1. Articles of Organization of Gear Investments, L.L.C.
2. Check no. 6568 in the amount of \$125.00.

If you have any questions, please do not hesitate to telephone my office.

Very truly yours,


Richard R. Kosan, Esquire

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 FEB -3 P 4:19

FILED

RICHARD R. KOSAN

ATTORNEY AT LAW

112 West Windhorst Road, Brandon, FL 33510



Phone (813) 689-1577

Fax (813) 654-5262

January 28, 2005

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ATTN: Diane Cushing, Document Specialist

Re: *Formation of a Limited Liability Company*
(Gear Investments, L.L.C.)
Letter No. 805A00003735
Reference No. W05000003055

Dear Ms. Cushing:

We are in receipt of your letter dated January 20, 2005, with regard to the above-referenced LLC. Pursuant to your amendment request, please find enclosed the revised Articles of Organization for Gear Investments, LLC for filing with the State of Florida.

Thank you for your courtesy and help in this matter. If you have any questions, please do not hesitate to telephone my office.

Very truly yours,

A handwritten signature in black ink, appearing to be 'R. Kosan', written over a horizontal line.

Richard R. Kosan, Esquire

RRK/sr
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 20, 2005

RICHARD R. KOSAN, ATTORNEY AT LAW
112 WEST WINDHORST ROAD
BRANDON, FL 33510

SUBJECT: GEAR INVESTMENTS, LLC
Ref. Number: W05000003055

We have received your document for GEAR INVESTMENTS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on January 10, 2005. Please amend your document accordingly.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 805A00003735

**Articles Of Organization
of
Gear Investments, LLC**

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizers of a limited liability company, hereby adopt the following Articles Of Organization for such Company:

**Article I
Name**

The name of the limited liability company is Gear Investments, LLC.

**Article II
Company Existence**

The Company's existence shall be perpetual and shall be effective on January 31, 2005.

**Article III
Units Of Equity Ownership**

Section A. Authorized Units of Equity Ownership. The maximum number of units of equity ownership units Gear Investments, LLC is authorized to have outstanding is 1,000 units, all of which shall be identical units. No units may be issued without first securing the written approval of Members of the Company owning 100% of the then-issued and outstanding units of the Company.

Section B. First Lien. The Company shall have a first lien upon the units of any Member for any debt or liability owing by such Member to the Company.

Section C. Restrictions on Disposition of Units. No Member of this Company shall sell, transfer, convey, pledge, give, distribute or encumber any unit or units in the Company without first giving notice in writing to the Company of such intended disposition and without first securing the written approval of the Members of the Company entitled to vote as required by the terms and conditions enumerated in the Operating Agreement of Gear Investments, LLC. However, nothing contained herein shall prevent distribution by operation of law, of such unit or units, provided that in such case a transferee shall be bound by the provisions contained in this Section and terms and conditions enumerated in the Operating Agreement of Gear Investments, LLC.

Section D. Transfer of Units of Indebted Member. If a Member shall be indebted to the Company, the Company may refuse to consent to a transfer of his units until such indebtedness is paid, provided a copy of this Section or the substance thereof is written or printed upon the Certificates representing such units.

**Article IV
Registered Agent And Office**

The address of the initial Registered Office of the Company is 112 Windhorst Road W, Brandon, Florida 33510, and the name of its initial Registered Agent at such address is Richard R. Kosa, Esq..

**Article V
Principal Office**

The mailing address and street address of the principal office of the Company is 673 Lumsden Avenue W, Brandon, Florida 33511.

Article VI

FILED
2005 FEB - 3
4:19
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Article VI
Organizers

The names and addresses of the organizers are:

Richard R. Kosan
112 Windhorst Road W
Brandon, Florida 33510

Colin Campbell, Jr.
2608 Sablewood Dr.
Valrico, FL 33594

Lawrence T. Cox
809 Bluegrass Lane
Brandon, FL 33510

Jose Fortuny
10110 Douglas Oaks Circle, No. 203
Tampa, Florida 33610

Robert L. Laney
673-A Lumsden Avenue W
Brandon, Florida 33511

David A. Lemar, Jr.
673 Lumsden Avenue W
Brandon, Florida 33511

David A. Lemar, Sr.
673 Lumsden Avenue W
Brandon, Florida 33511

Daniel V. Powell
1006 Sonata Ln.
Apollo Beach, FL 33572

Article VII
Purpose And Power

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act. In connection with the above mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act. The Company is not formed to engage in any act requiring the consent of any state agency without such consent first being obtained.

2005 FEB 10
FILED
TALLAHASSEE
SECRETARY OF STATE

Article VIII **Management**

The Company is to be managed by a Member-Manager or Member-Managers. The Member-Manager(s) of the Company shall be named pursuant to the Operating Agreement of the Company. The initial Member-Manager of the Company, who shall serve as such until his successor is elected and shall qualify, is:

<u>Office</u>	<u>Name and Address</u>
Member-Manager	Jose Fortuny 10110 Douglas Oaks Circle, No. 203 Tampa, Florida 33610

Article IX **Indemnification**

The Company shall indemnify any Member and/or Member-Manager who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that such Member and/or Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member and/or Member-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member and/or Member-Manager in the event of (i) a breach of such Member and/or Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member and/or Member-Manager derived an improper personal benefit, (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article X **Real Estate Documents**

All conveyances and mortgages of and leases relating to real property made by the Company shall be executed by a Member-Manager and shall be countersigned or attested by a Member, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Member-Manager. To execute documents pursuant to this Section, the Member-Manager and attesting Member must have prior written authorization signed by not less than 75% of all Members.

Article XI **Approval Of Compensation**

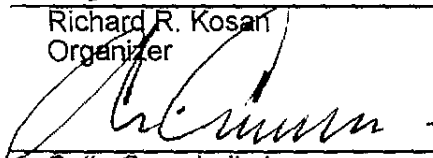
No salary or other compensation shall be paid to any Officer of the Company for services rendered as such Officer unless and until the same shall have been approved in writing, or by affirmative vote taken at a duly held Members' meeting by the record holders of at least 75% of the Members of the Company entitled to vote.

Signatures of Members or authorized representatives of Members.

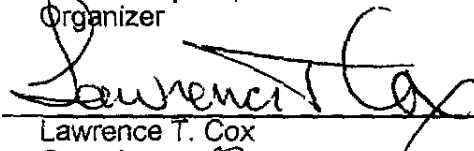
Dated ~~December~~ 6, ~~2004~~
JANUARY 2005



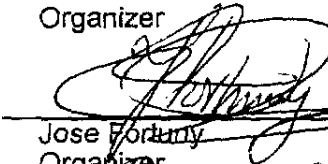
Richard R. Kosan
Organizer



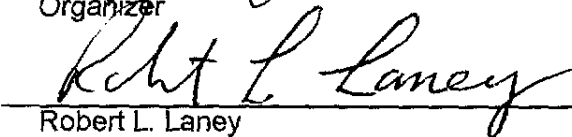
Colin Campbell, Jr.
Organizer



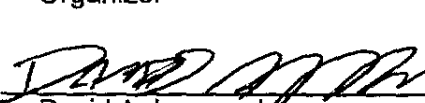
Lawrence T. Cox
Organizer



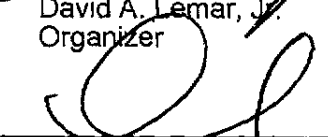
Jose Fortuny
Organizer



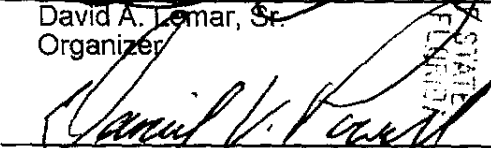
Robert L. Laney
Organizer



David A. Lemar, Jr.
Organizer



David A. Lemar, Sr.
Organizer

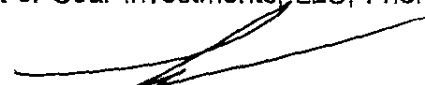


Daniel V. Powell
Organizer

2005 FEB - 3 P 4: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Having been appointed the registered agent of Gear Investments, LLC, I hereby accept the duties and responsibilities of this position.



Richard R. Kosan, Esq.
Registered Agent