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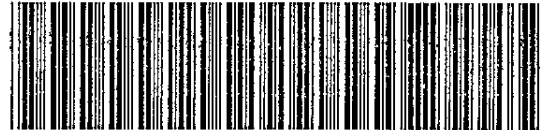
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ATTORNEY AT LAW

JAMES C. BARTH, P.A.

P. O. BOX 6966
DESTIN, FL 32550
(850) 654-9099
FAX (850) 654-6797

January 27, 2005

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Florida Building Distributors, L.L.C.

Dear Sir or Madame:

Enclosed are the original Articles of Organization for Florida Building Distributors, L.L.C., along with a certificate designating registered agent and office. Also enclosed is a check in the amount of \$125.00 to cover the costs of filing this limited liability company.

If you have any questions or need additional information, please do not hesitate to contact my office. Thank you for your assistance.

Sincerely,


James C. Barth

JCB:cab

Enclosures

FILED
05 JAN 31 PM 1:50
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
FLORIDA BUILDING DISTRIBUTORS, L.L.C.
a Florida Limited Liability Company**

The undersigned certifies that he has associated himself 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. I 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 PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be FLORIDA BUILDING DISTRIBUTORS, L.L.C., and the mailing address of the principal office shall be P. O. Box 788, Vero Beach, Florida 32961. The limited liability company shall have the power and authority to establish branch offices at any place or places as the member(s) 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.
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, 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 permit, 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 EXERCISE OF 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 member(s) of this limited liability company or the manager. This Article may be amended from time to time in the regulations or operating agreement of the limited liability company by a unanimous vote of the member(s) of the limited liability company.

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by a manager, who is also a member. The name and address of the managing member is as follows: Michael Brent Timmerman, 1368 Coverbrook Lane, Sebastian, Florida 32958.

ARTICLE V MEMBERSHIP RESTRICTIONS

The member 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 of 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 PROFITS AND LOSSES

(a) Profit Sharing. The member shall be entitled to the net profits ("net cash flow") 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. The member shall be entitled to the distributive share of the profits specified as follows: Michael Brent Timmerman, 100%. All taxable income, less any tax credits, shall be allocated to the member in the manner set forth above.

(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 these sources are insufficient to cover such losses and such losses consist of mortgage indebtedness or other indebtedness for which one or more members is personally liable, by the member in the following shares: Michael Brent Timmerman, 100%.

ARTICLE VII DURATION

This limited liability company shall have a perpetual existence, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the member(s).

ARTICLE VIII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1368 Coverbrook Lane, Sebastian, Florida 32958, and the name of the company's initial registered agent at that address is Michael Brent Timmerman.

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of FLORIDA BUILDING DISTRIBUTORS, L.L.C.

Executed by the undersigned on this 11 day of January, 2005.

A handwritten signature in black ink, appearing to read "Michael Brent Timmerman", written over a horizontal line.

Michael Brent Timmerman
Authorized Representative/Manager

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that FLORIDA BUILDING DISTRIBUTORS, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at P. O. Box 788, Vero Beach, Florida 32961, has named Michael Brent Timmerman, located at 1368 Coverbrook Lane, Sebastian, Florida 32958, as its agent to accept serve of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


MICHAEL BRENT TIMMERMAN
Resident Agent