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# TRANSMITTAL LETTER

TO: Registration Section Division of Corporations	
SUBJECT: Been A Beck (Name of Limited Liability)	Company)
The enclosed Articles of Organization and fee(s) are submitted f	or filing.
Please return all correspondence concerning this matter to the fo	llowing:
Brent A. Beck (Name of Pe	rson)
(Firm/Comp	any)
1788 Geneca Blue (Address	<u>Q</u> ,
Winter Springs Flor (City/State and Z	SECRETARIOS AND SECRETARIOS AND SECRETARIOS AND SECRETARIOS SECRETARIOS AND SE
For further information concerning this matter, please call:	FLOSING THE STATE OF THE STATE
Brent Beck at (40 (Name of Person) (A	
Enclosed is a check for the following amount:	
\$125.00 Filing Fee Status Sertificate of Status Certificate of Status	5.00 Filing Fee & Side Status & Certificate of Status & Certified Copy (additional copy is enclosed)
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines Street	MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327

Tallahassee, Florida 32314

Tallahassee, Florida 32399

# - ARTICLES OF ORGANIZATION FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

### ARTICLE I — Name:

The name of the Limited Liability Company is: BRENT A. BECK, LLC

### ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

> 1788 Seneca Blvd. Winter Springs, FL 32708

# ARTICLE III — Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent are:

Brent A. Beck 1788 Seneca Blvd. Winter Springs, FL 32708

# ARTICLE IV — Management:

The Company is to be a member-managed company.

# ARTICLE V — Manager(s) or Managing Member(s):

The Name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

Managing Member

Brent A. Beck 1788 Seneca Blvd. Winter Springs, FL 32708

# ATICLE VI — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

# ARTICLE VII — Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

	, I have signed these Articles of Organization as an authorized
representative of a member and	acknowledged them to be my act this // day of
April, 2005	
•	But But
	Signature of authorized representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Brew Beck
Typed or printed name of signee

# STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.4)	108(3), Florida Statutes, the execution of this statement
constitutes an affirmation under the penalt	ties of perjury that the facts stated herein are true.
FCDC 13200.001.70.408	ties of perjury that the facts stated herein are true 15
Notary Public, State of Florida	Signature of Registered Agent KL
■ V: 1 Mu comm pyniras i iac. 22, 2000 1	Novarum =
No. DD 173336 Bonded thru Ashton Agency, Inc. (800)451-4854	Kristin Lane 99 =
	Typed or printed name of signee

# **Operating Agreement** BRENT A. BECK, LLC

This Operating Agreement (the "Agreement") is created this \_\_\_\_\_ day of April \_\_\_\_\_\_ 2005 by and among the signatories hereto.

# **Explanatory Statement**

The Managing Member has organized and operated a limited liability company in accordance with the terms of, and subject to the conditions set forth in the articles of organization and this Agreement.

# Section I **Defined Terms**

The following capitalized terms shall have the meanings specified in this Section I. Other terms are defined in the text of this Agreement; and, throughout this Agreement, those terms shall have the meanings respectively ascribed to them.

"Act" means the Florida Limited Liability Company Act, as amended from time to time.

"Agreement" means this Agreement, as amended from time to time.

provision of any succeeding law.

"Code" means the Internal Revenue Code of 1986, as amendo, on of any succeeding law.
"Company" means the limited liability company organized in accordance with this Post of State. Agreement.

"Interest" means a Person's share of the Profits and Losses of, and the right to distributions from, the Company.

"Interest Holder" means any Person who holds an Interest, whether as a Member or as an unadmitted assignee of a Member.

"Involuntary Withdrawal" means, the occurrence of any of the following events:

- The Member makes an assignment for the benefit of creditors; (i)
  - i. The Member files a voluntary petition of bankruptcy;
  - The Member is adjudged bankrupt or insolvent or there is entered against the Member an order for relief in any bankruptcy or insolvency proceeding;

"Managing Member" means the person selected in accordance with this Agreement

"Member" means the Person signing this Agreement and any Person who subsequently is admitted as a member of the Company.

"Membership Rights" means all of the rights of a Member in the Company, including a Member's: (i) Interest; (ii) right to inspect the Company's books and records; (iii) right to participate in the management of and vote on matters coming before the Company; and (iv) unless this Agreement or the Articles of Organization provide to the contrary, right to act as an agent of the Company.

"Person" means and includes an individual, corporation, partnership, association, limited liability company, trust, estate, or other entity.

"Positive Capital Account" means a Capital Account with a balance greater than zero.

"Profit" and "Loss" means, for each taxable year of the Company (or other period for which Profit or Loss must be computed) the Company's taxable income or loss determined in accordance with the Code.

"Successor" means all Persons to whom all or any part of an Interest is transferred either because of (i) the sale or gift by Member of all or any part of her Interest, (ii) an assignment of Member's Interest due to Member's Involuntary Withdrawal, or (iii) because Member dies and the Persons are Member's personal representatives, heirs, or legatees.

"Transfer" means, when used as a noun, any voluntary sale, hypothecation, pledge, assignment, attachment, or other transfer, and, when used as a verb, means voluntarily to sell, hypothecate, pledge, assign, or otherwise transfer.

"Treasury Regulations" means the income tax regulations, including any temporary regulations, from time to time promulgated under the Code.

"Withdrawal" means a Member's dissociation from the Company by any means.

# Section II Formation and Name; Office; Purpose; Term

2.1. Organization. The Member hereby organizes a limited liability company pursuant to the Act and the provisions of this Agreement and, for that purpose, have caused Articles of Organization to be prepared, executed and filed with the Department of State on April 11, 2005.

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

# ARTICLE I - Name:

The name of the Limited Liability Company is: BRENT A. BECK, LLC

### ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1788 Seneca Blvd. Winter Springs, FL 32708

# ARTICLE III - Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent are:

Brent A. Beck 1788 Seneca Blvd. Winter Springs, FL 32708

### ARTICLE IV — Management:

The Company is to be a member-managed company.

# ARTICLE V - Manager(s) or Managing Member(s):

The Name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

Managing Member

Brent A. Beck 1788 Seneca Blvd. Winter Springs, FL 32708

# ATICLE VI - Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

# ARTICLE VII - Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 11 day of \_ApriL\_\_\_\_,200\$

(In accordance with section 608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Brewt Beck Typed or printed name of signee

### STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FCDC BOOD . 061 . 70 . 408-0 C/p 11/09 Notary Public, State of Porida Sondad thru Athton Agency, Inc. (600)451-4654

Typed or printed name of signee

# Operating Agreement of BRENT A. BECK, LLC

This Operating Agreement (the "Agreement") is created this \_\_\_\_\_ day of \_\_\_\_\_\_, 200 by and among the signatories hereto.

# **Explanatory Statement**

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"Agreement" means this Agreement, as amended from time to time.

"Code" means the Internal Revenue Code of 1986, as amended, or any corresponding provision of any succeeding law.

"Company" means the limited liability company organized in accordance with this Agreement.

"Department of State" means the Florida Department of State.

"Interest" means a Person's share of the Profits and Losses of, and the right to receive distributions from the Company.

"Interest Holder" means any Person who holds an Interest, whether as a Member or as an unadmitted assignee of a Member.

"Involuntary Withdrawal" means, the occurrence of any of the following events:

- (i) The Member makes an assignment for the benefit of creditors;
  - i. The Member files a voluntary petition of bankruptcy;
  - ii. The Member is adjudged bankrupt or insolvent or there is entered against the Member an order for relief in any bankruptcy or insolvency proceeding;

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"Member" means the Person signing this Agreement and any Person who subsequently is admitted as a member of the Company.

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"Profit" and "Loss" means, for each taxable year of the Company (or other period for which Profit or Loss must be computed) the Company's taxable income or loss determined in accordance with the Code.

"Successor" means all Persons to whom all or any part of an Interest is transferred either because of (i) the sale or gift by Member of all or any part of her Interest, (ii) an assignment of Member's Interest due to Member's Involuntary Withdrawal, or (iii) because Member dies and the Persons are Member's personal representatives, heirs, or legatees.

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