

L05000045052

(Requestor's Name)

STEPHEN F. BAKER

ATTORNEY AT LAW

800 FIRST STREET SOUTH

WINTER HAVEN, FLORIDA 33880-3666

(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

DCC

Updater

PRC

Office Use Only

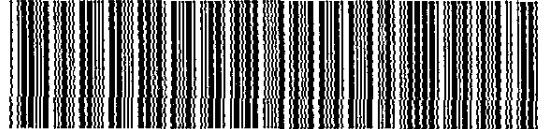
Updater

Verifier

DCC

Acknowledgment

PRC



200051839652

05/02/05--01010--006 **125.00

RECEIVED
MAY 12 2005

125000045052

FILED

ARTICLES OF ORGANIZATION
OF
SELENA'S BAR AND GRILL, LLC

In accordance with Florida Statute §608.407, the undersigned execute these Articles of Organization for the purpose of organizing a limited liability company upon the following terms and conditions:

A. The name of the limited liability company is SELENA'S BAR AND GRILL, L.L.C.

B. The street address of the principal office of the limited liability company is 515 U. S. Highway 17/92, Haines City, FL 33844 and the mailing address is 515 U.S. Highway 17/92, Haines City, FL 33844.

C. The name and street address of the limited liability company's initial registered agent for service of process in the state is JERONIMA CERVANTES, 6145 Miss Mary Ann Road, Haines City, FL 33844.

D. The limited liability company will not have a manager. The limited liability company will be member managed.

E. 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 the restaurant and bar business.
2. To engage in any activity or business authorized under the Florida Statutes.
3. 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 paragraphs to the same extent as a natural person might or could do.
4. 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 paragraphs; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

5. 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.

6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these paragraphs 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.

7. 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 paragraphs, 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 paragraphs 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.

F. 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 managing member of this limited liability company. This paragraph 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.

G. 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 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.


H. The name and address of the Managing Member is as follows:

JERONIMA CERVANTES
6145 Miss Mary Ann Road
Haines City, FL 33844

I. Authority of Members. No contract, agreement, no mortgage check or instrument or document shall be valid or bind this limited liability company unless signed by a managing member of the limited liability company.

J. No member of the limited liability company shall be personally or individually liable or obligated for any debt, default or obligation of this limited liability company. The interest of any member of this limited liability company shall not be subject to levy, attachment or seizure by any creditor of the member.

IN WITNESS WHEREOF the undersigned, consisting of all the members of the limited liability company, affix their hands and seals to these Articles of Organization this 26th day of April, 2005.


Jeronima Cervantes
Managing Member

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 26th day of April, 2005, by JERONIMA CERVANTES, who has produced a Florida driver's license as identification.


NOTARY PUBLIC



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 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 as provided for in Chapter 608, Florida Statutes.



JERONIMA CERVANTES
REGISTERED AGENT'S SIGNATURE

F:\USERS\USER3\CORP\2005\llc\SELENA.wpd

FILED
2005 MAY -2 P 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA