

L 05 0000 64410

Riley Palmer

(Requestor's Name)

PO Box 12608

(Address)

(Address)

Tallahassee, FL 32317  
(City/State/Zip/Phone #)

☐ PICK-UP

☒ WAIT

☐ MAIL

(Business Entity Name)

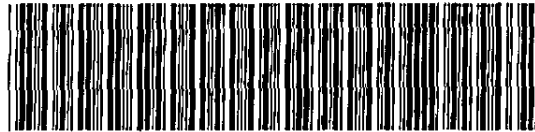
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200056594852

06/23/05--01027--011 \*\*155.00

05 JUN 29 AM 10:50  
TALLAHASSEE, FLORIDA  
STATE  
NATIONS

FILED  
05 JUN 29 AM 10:57  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Sp

**ARTICLES OF ORGANIZATION  
OF  
PCS&W, LLC**

The Articles of Organization following are adopted for the purpose of organizing a Company under the Florida Limited Liability Company, Act, Chapter 608, Florida Statutes.

**ARTICLE I**

Name and Address of Company

The name of the limited liability company (hereinafter referred to as the "Company") is **PCS&W, LLC**. The Company's street address is 1180 W. Washington Street, Monticello, Florida 32344; it's mailing address is 1180 W. Washington Street, Monticello, Florida 32344.

**ARTICLE II**

Commencement, Duration and Power of Company

The Company shall exist from the date of filing these Articles with the Florida Department of State until the occurrence of any of the events specified in Section 608.44, unless continued by the unanimous consent of all remaining members, and the Company shall have the power to conduct all lawful business permitted by the Laws of Florida and of the United States.

**ARTICLE III**

Management

The following person shall serve as the Company's initial manager and shall serve until the first annual meeting of the membership or until his successor is elected and qualified:

Riley Palmer  
1180 W. Washington Street  
Monticello, Florida 32344

Thereafter, the Company will be managed by a manager or managers elected annually, as provided in the regulations of the Company.

**ARTICLE IV**

Admission of Additional Members

Additional members may be admitted to the Company but only if all the current members agree to the admission of the additional members and to the terms of such admission as provided in the Operating Agreement and Regulations of the Company as from time to time amended.

FILED  
05 JUN 29 AM 09:57  
SEAL  
TALLAHASSEE  
FLORIDA

## ARTICLE V

### Assignment of Member's Interest; Rights of Assignee

A member's interest in the Company shall not be assignable, in whole or in part, except as expressly set forth in the Company's Operating Agreement and Regulations and an assignee of a member's interest pursuant to the Operating Agreement and Regulations, as from time to time amended, shall not become a member without the written consent of all members other than the assigning member. As provided in Section 608.432(3), F. S., the Operating Agreement and Regulations of the Company shall provide that a member's interest in the Company shall be evidenced by a membership certificate and such certificate shall bear a legend referencing the restriction imposed upon assignment or alienation of a member's interest set forth in the Article V and the Operating Agreement and Regulations.

## ARTICLE VI

### Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, declared insane, becomes bankrupt, is dissolved or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

## ARTICLE VII

### Registered Agent and Office

The Name of the Company's initial registered agent is **T. BUCKINGHAM BIRD** and the street address of the Company's initial registered office is 165 E. Dogwood Street, Monticello, Florida 32344.

## ARTICLE VIII

### Operating Agreement and Regulations

The members of the Company have the power to adopt, alter, amend, or repeal the operating agreement and regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

IN WITNESS WHEREOF, I execute my signature on this 28<sup>th</sup> day of June, 2005.



**RILEY PALMER, Organizer**

CERTIFICATE OF RESIDENT AGENT AND OFFICE DESIGNATION

IN COMPLIANCE with Section 608.415, Florida Statutes, **PCS&W, LLC**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1180 W. Washington Street, Monticello, Florida 32344, has named **T. BUCKINGHAM BIRD** as registered agent at 165 E. Dogwood Street, Monticello, Florida 32344.

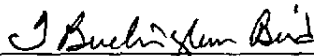
Executed:

  
\_\_\_\_\_  
Company Organizer/Initial Manager

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above named Company, at the place designated above, I hereby accept the appointment and agree to act in such capacity; and, further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Executed:

  
\_\_\_\_\_  
Registered Agent

**FILED**  
05 JUN 29 AM 10:51  
CLERK OF COURT  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, 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 corporation is:

**PCS&W, LLC**

2. The Name and address of the registered agent and office is:

T. BUCKINGHAM BIRD, ESQ.  
165 E. Dogwood Street  
Monticello, Florida 32344




RILEY PALMER, President

June 28, 2005

**FILED**  
05 JUN 29 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

  
T. BUCKINGHAM BIRD, ESQ.

June 28<sup>th</sup>, 2005.