

L050000080582

2005 AUG 11 P 1:47

SECRETARY OF  
TAXATION

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

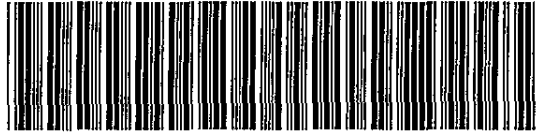
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

**AL**

Office Use Only



000058332490

08/11/05--01003--012 \*\*160.00

FILED

2005 AUG 11 P 1:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State, Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Subject: **Double J & D Properties, LLC**

Dear Department of State:

I have enclosed herewith Articles of Organization as well as a check payable to the Florida Department of State in the amount of \$160.00 which includes the Filing Fee, Certificate of Status & Certified Copy for the above-entitled entity. Please return any correspondence concerning this matter to the following:

J. Michael Williams  
c/o Insite Contractors, Inc.  
P.O. Box 358  
Crestview, Florida 32536

For further inquiry concerning this matter, please call: Michael Williams at (850) 682-0635.

Sincerely,



J. Michael Williams

FILED

2005 AUG 11 P 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
DOUBLE J & D PROPERTIES, LLC**

The undersigned certify that we have associated ourselves 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. We further declare that the following Articles shall serve as the Charter and authority for the conduct of the business of the limited liability company.

**ARTICLE I: NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be DOUBLE J & D PROPERTIES, LLC, and its principal office shall be located at 143 Carr Drive, Crestview, Okaloosa County, Florida 32536, but it shall have the power and authority to establish branch offices at any other place or places as the members 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 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 of the powers conferred by the laws of the State of Florida, and to any and all things set forth in these Articles to the same extent as a natural person might or could do;

FILED

2005 AUG 11 P 1:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all of any of the business, good will, assets, 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 as 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 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 documents;
5. To exercise all of any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in the Articles and otherwise granted or permitted by law, while acting as agents, 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; and

FILED

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 an 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 members of this limited company as a manager-managed company. This Article 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.

ARTICLE IV: MANAGEMENT

This limited liability company shall be managed by four (4) managing members. The names and addresses of the persons who shall serve as the managing members are as follows:

Managing Member: David A. Chamberlain  
780 Industrial Drive  
Crestview, Florida 32539

Managing Member: George Dexter Day  
7274 Senterfitt Road  
Laurel Hill, Florida 32567

Managing Member: James Allen Holstead  
143 Carr Drive  
Crestview, Florida 32536

Managing Member: Joseph Michael Williams  
780 Industrial Drive  
Crestview, Florida 43539

The ordinary, everyday business of the limited liability company, as it relates to the operation and maintenance of Double J & D Properties, LLC, shall be managed by the aforementioned managing members, who may exercise all powers necessary to carry on the ordinary, everyday business of the limited liability company and all lawful acts and things, relating to it, as are directed by these Articles of Organization and are not, by Statute or by other agreements, prohibited. Any expenditures related to other, future business ventures shall be first approved by unanimous vote of the voting interests of the managing members and memorialized in a written instrument. Similarly, any leases or licenses at the premises and any capital expenditures that exceed \$300.00 shall be subject to approval by unanimous vote of the voting interests of the managing members.

FILED

SEP 11 P 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

No encumbrances, purchases, conveyances, loans, notes, security interests, pledges, sales contracts, purchase contracts, mortgages, and/or any type of transactions involving of real property shall be contracted on behalf of the limited liability company and no evidence of indebtedness shall be issued in its name unless authorized by unanimous vote, resolution, and written consent of all of the managing members. Notwithstanding the above, any loans, lines of credit, purchases or equipment leases which exceed \$300.00 shall be subject to approval by unanimous vote of the members. Any such transactions not in accord with these Articles of Organization shall be *void ab initio*.

#### ARTICLE V: MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous written 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 the managing members in existence at the time that such sale or transfer is proposed and/or voted upon. 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 written consent of the remaining managing members.

#### ARTICLE VI: CAPITAL CONTRIBUTIONS

Capital contributions in the of \$ 10,750.<sup>00</sup> shall be paid to the limited liability company by the four (4) managing members in equal shares; as such, until such interests are modified by a subsequent instrument, each managing member shall maintain a twenty-five (25%) percent ownership in this limited liability company. Additional contributions may be made as required for investment purposes, as

FILED  
JUL 11 2011 P. 1: 48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

determined by unanimous written consent of the managing members. In order to sustain each member's respective share of twenty-five (25%) percent, future contributions shall be made in equal proportionate shares.

ARTICLE VII: PROFITS AND LOSSES

- (A) *Profit Sharing.* The managing members shall be entitled to the net profits arising from the operation of the limited liability company business that remains after the payment of expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits specified as follows: David A. Chamberlain (25%), George Dexter Day (25%), James Allen Holstead (25%), and Joseph Michael Williams (25%). The distributive share of the profits shall be determined each year as of December 31<sup>st</sup> day of each calendar year.
- (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, by the members' capital accounts as follows: David A. Chamberlain (25%), George Dexter Day (25%), James Allen Holstead (25%), and Joseph Michael Williams (25%).

ARTICLE VIII: DURATION

This limited liability company shall maintain a perpetual existence until such time as it is dissolved in a manner provided by law or as provided in the regulations adopted by the managing members.



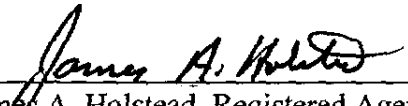
FILED

ARTICLE IX: INITIAL REGISTERED OFFICE AND REGISTERED AGENT


The address of the initial registered office of the limited liability company is 143 Carr Drive, Crestview, Okaloosa County, Florida 32536, and the name of the company's initial Registered Agent at that address is James Allen Holstead.

I, James Allen Holstead, pursuant to the Florida Limited Liability Act, hereby states the following:

- A. The name of the limited liability company is DOUBLE J & D PROPERTIES, LLC;
- B. I have agreed to being named as the Registered Agent and to accept service of process for the above-entitled limited liability company at 143 Carr Drive, Crestview, Okaloosa County, Florida 32536. 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 Florida Statutes Chapter 608.

  
James A. Holstead, Registered Agent

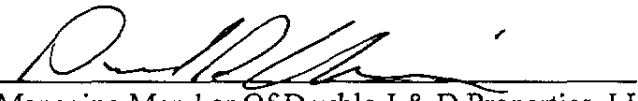
The foregoing instrument was acknowledged before me on this 8<sup>th</sup> day of August, 2005 by James A. Holstead. He is personally known to me or has produced as identification.

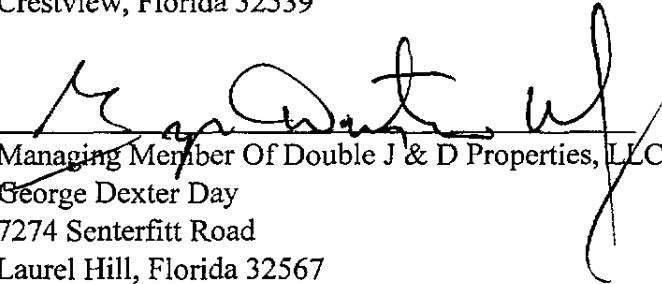
  
Notary Public


ARTICLE X: REQUIRED SIGNATURES

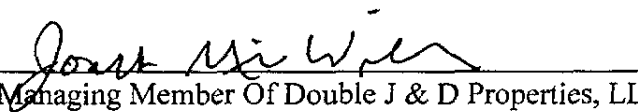
In accordance with Florida Statute § 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

FILED  
2005 AUG 11 PM 1:48  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
Managing Member Of Double J & D Properties, LLC  
David A. Chamberlain  
780 Industrial Drive  
Crestview, Florida 32539

  
\_\_\_\_\_  
Managing Member Of Double J & D Properties, LLC  
George Dexter Day  
7274 Senterfitt Road  
Laurel Hill, Florida 32567

  
\_\_\_\_\_  
Managing Member Of Double J & D Properties, LLC  
James Allen Holstead  
143 Carr Drive  
Crestview, Florida 32536

  
\_\_\_\_\_  
Managing Member Of Double J & D Properties, LLC  
Joseph Michael Williams  
780 Industrial Drive  
Crestview, Florida 43539