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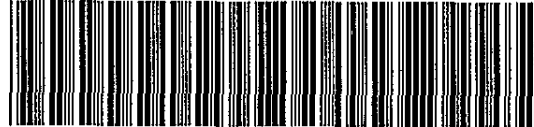
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers OCT 11 2005

WALZER & ASSOCIATES, INC.
A Professional Accounting Firm
8301 Forest City Road
Orlando, Florida 32810
(407) 299-0086 FAX (407) 298-3849

October 5, 2005

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: HERB'S A/C & APPLIANCE REPAIR, LLC

Dear Sir:

Enclosed please find the Articles of Organization and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit Florida Limited Liability Company doing business in the State of Florida. It is my understanding that the filing fee for the Article of Organization is \$100.00, the registered agent fee is \$25.00, and the fee for obtaining a certified copy of the Articles of Organization is \$30.00. Therefore, I am enclosing a check in the amount of \$155.00 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions of if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,



STEVEN H. WALZER, B.A., M.B.A., EA.

SHW/tmo
Enclosures

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**ARTICLES OF ORGANIZATION
OF
HERB'S A/C & APPLIANCE REPAIR, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the Limited Liability Company shall be HERB'S A/C & APPLIANCE REPAIR, LLC ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company is 7226 WEST COLONIAL DRIVE, SUITE 250, ORLANDO, FLORIDA 32818.

ARTICLE III – DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV – REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED
AGENT'S SIGNATURE:**

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

HERBERT G. STANFIELD
1523 MELODY LANE
APOPKA, FLORIDA 32703

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, F.S.


HERBERT G. STANFIELD, REGISTERED AGENT

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TALLAHASSEE, FLORIDA

ARTICLE V – ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a *member or manager*, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE VII – MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

The Limited Liability Company is to be managed by the member and is, therefore, a member managed company.

The initial member is:

HERBERT G. STANFIELD
7226 WEST COLONIAL DRIVE, SUITE 250
ORLANDO, FLORIDA 32818

ARTICLE VIII – EFFECTIVE DATE

The effective date of the Limited Liability Company is October 05, 2005.

ARTICLE IX – PURPOSE

The Limited Liability Company may transact any and all lawful business for which Limited Liability Companies may be organized under the Florida Limited Liability Company Act.

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



HERBERT G. STANFIELD
MANAGER MEMBER