

LD5000111342

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11/11/05

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W05-50387

Office Use Only



400061147934

EFFECTIVE DATE
11/10/05

11/04/05--01007--007 **125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HERITAGE CATERING, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JEFFREY R. LUDWIG, ESQ.

(Name of Person)

LUDWIG & BUNN, P.A.

(Firm/Company)

5150 Belfort Road, Building 500

(Address)

Jacksonville, FL 32256

(City/State and Zip Code)

For further information concerning this matter, please call:

JEFFREY R. LUDWIG

(Name of Person)

at (904) 281-0145

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---|---|---|---|

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 9, 2005

JEFFREY R. LUDWIG, ESQ.
LUDWIG & BUNN, P.A.
5150 BELFORT ROAD, BLDG. 500
JACKSONVILLE, FL 32256

SUBJECT: HERITAGE CATERING, LLC
Ref. Number: W05000050387

We have received your document for HERITAGE CATERING, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the usual business addresses of its managing members or managers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6853.

Leslie Sellers
Document Specialist

Letter Number: 305A00066853

LUDWIG & BUNN P.A.

ATTORNEYS AT LAW

Business, Employment, Aviation & Immigration

PHONE: (904) 281-0145

FAX: (904) 493-0384

5150 BELFORT ROAD SOUTH
BUILDING 500

JACKSONVILLE, FLORIDA 32256

Jeffrey R. Ludwig, Esq.
Board Certified Aviation Lawyer

Kendra L. Bunn, Esq.

Joanne M. Fakhre, Esq.

November 15, 2005

Florida Department of State
Attn: Leslie Sellers
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

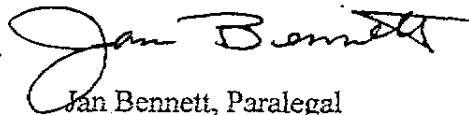
Re: Heritage Catering, LLC

Dear Ms. Sellers:

Enclosed are Articles of Organization for the above-referenced LLC. The filing was rejected. We have provided the addresses of the managing members which you requested.

Please file the corrected Articles with the Division of Corporations. You are holding our filing fee check in the amount of \$125.00.

Yours very truly,



Jan Bennett, Paralegal

/jb
Enclosure

HERITAGE CATERING, LLC

ARTICLES OF ORGANIZATION

The undersigned, being a member or duly authorized representative of a member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I Name:

The name of the limited liability company is HERITAGE CATERING, LLC (the "Company").

ARTICLE II Address:

The mailing address and street address of the principal office of the Company

8306 Long Spur Avenue
Jacksonville, FL 32209

ARTICLE III Commencement of Existence:

The existence of the Company commences on November 1, 2005, unless the filing of these Articles of Organization occurs more than five (5) business days thereafter, in which event such existence commences on the date and at the time when these Articles of Organization are filed with the Florida Secretary of State.

ARTICLE IV Continuation of Limited Liability Company:

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and is not required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

ARTICLE V Registered Agent and Office:

The name and street address of the Company's registered agent for service of process in the state is:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

Ludwig & Bunn, P.A.
5150 Belfort Rd., Bldg. 500
Jacksonville, FL 32256

ARTICLE VI Management and Authority:

The Company shall be a manager-managed company.

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers may be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

Name:	Position:	Address:
Carrence Riddle	Managing Member	See attached
Carrol Caster	Managing Member	See attached

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TALLAHASSEE, FLORIDA

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Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

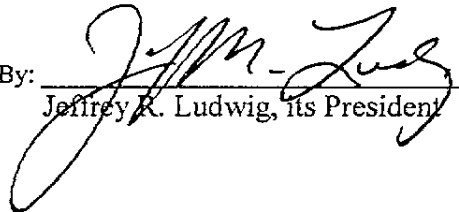
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization dated this 1st day of November, 2005.

Car 2 Riddle
Carrence Riddle
Managing Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

LUDWIG & BUNN, P.A.

By: _____
Jeffrey R. Ludwig, Its President

Managing Members:

Carrence Riddle
8306 Long Spur Avenue
Jacksonville, FL 32209

Carrol Caster
1574 Ibis Drive
Orange Park, FL 32065

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