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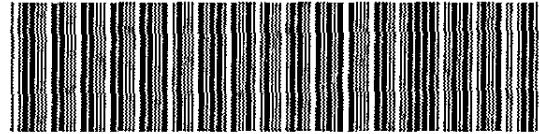
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2007 MAY -2 PM 2:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**COVER LETTER**

TO: Registration Section  
Division of Corporations

SUBJECT: IPM Consulting, 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:

ELENE MIRMAN

(Name of Person)

IPM Consulting LLC

(Firm/Company)

4183 SHELL ROAD

(Address)

SARASOTA, FL 34242

(City/State and Zip Code)

For further information concerning this matter, please call:

ELENE MIRMAN

(Name of Person)

at

(941) 349 8987

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**Mailing Address**

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

**Street/Courier Address**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 27, 2007

ILENE MIRMAN  
4183 SHELL ROAD  
SARASOTA, FL 34242

SUBJECT: IPM CONSULTING, LLC  
Ref. Number: W07000015080

We have received your document for IPM CONSULTING, 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):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

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) 245-6967.

Leslie Sellers  
Document Specialist

Letter Number: 107A00020845



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 20, 2007

ILENE MIRMAN  
4183 SHELL ROAD  
SARASOTA, FL 34242

SUBJECT: IPM CONSULTING, LLC  
Ref. Number: W07000015080

We have received your document for IPM CONSULTING, 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 registered agent must sign accepting the designation.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6967.

Leslie Sellers  
Document Specialist

Letter Number: 207A00026966

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ARTICLES OF ORGANIZATION

OF

IPM Consulting, LLC

2007 MAY -2 PM 2:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST. The name of the Limited Liability Company is:

IPM Consulting, LLC

SECOND. Its principal office in the State of Florida is located at 4183 Shell Road, Sarasota Florida 34242 that this Limited Liability Company may maintain an office, or offices, in such other place within or without the State of Florida as may be from time to time designated by the Board of Directors, or by the By-Laws of said Limited Liability Company, and that this Limited Liability Company may conduct all Limited Liability Company business of every kind and nature, including the holding of all meetings of Directors outside the State of Florida as well as within the State of Florida

THIRD. The objects for which this Limited Liability Company is formed are: To engage in any lawful activity, including, but not limited to the following:

(A) Shall have such rights, privileges and powers as may be conferred upon Limited Liability Company by any existing law,

(B) May at any time exercise such rights, privileges and powers, when not inconsistent with the purposes and objects for which this Limited Liability Company is organized.

(C) Shall have power to have succession by its company name for the period limited in its certificate or ARTICLES OF ORGANIZATION, and when no period is limited, perpetually, or until dissolved and its affairs wound up according to law.

(D) Shall have power to sue and be sued in any court of law or equity,

(E) Shall have power to make contracts.

(F) Shall have power to hold, purchase and convey real and personal estate and to mortgage or lease any such real and personal estate with its franchises. The power to hold real and personal estate shall include the power to take the same by devise or bequest in the State of Florida, or in any other state, territory or country.

(G) Shall have power to appoint such officers and agents as the affairs of the Limited Liability Company shall require, and to allow them suitable compensation.

(H) Shall have power to make By-Laws not inconsistent with the

constitution or laws of the United States, or of the State of Florida, for the management, regulation and government of its affairs and property, the transaction of its business, and the calling and holding of meetings of its owners.

(I) Shall have power to wind up and dissolve itself, or be wound up or dissolved,

(J) Shall have power to adopt and use a common seal or stamp, and alter the same at pleasure. The use of a seal or stamp by the Limited Liability Company on any company documents is not necessary. The Limited Liability Company may use a seal or stamp, if it desires, but such use or nonuse shall not in any way affect the legality of the document.

(K) Shall have power to borrow money and contract debts when necessary for the transaction of its business, or for the exercise of its company rights, privileges or franchises, or for any other lawful purpose of its in Limited Liability Company; to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness, payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed, or in payment for property purchased, or acquired, or for any other lawful object.

(L) Shall have power to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or evidences of the indebtedness created by, any Corporation or Limited Liability Company of the State of Florida, or any other state or government, and, while owners of such stock, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership, including the right to vote, if any.

(M) Shall have power to purchase, hold, sell and transfer its equity, and use therefore its capital, capital surplus, surplus, or other property or fund.

(N) Shall have power to conduct business, have one or more offices, and hold, purchase, mortgage and convey real and personal property in the State of Florida, and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and any foreign countries.

(O) Shall have power to do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate or articles of Limited Liability Company, or any amendment thereof, or necessary or incidental to the protection and benefit of the Limited Liability Company, and, in general, to carry on any lawful business necessary or incidental to the attainment of the objects of the Limited Liability Company, whether or not such business is similar in nature to the objects set forth in the certificate or articles of Limited Liability Company of the Limited Liability Company, or any amendment thereof,

(P) Shall have power to make donations for the public welfare or for charitable, scientific or educational purposes,

(Q) Shall have power to enter into partnerships, general or limited, or joint ventures, in connection with any lawful activities, as may be allowed by law.

FOURTH. The governing board of this Limited Liability Company shall be known as directors, and the number of directors may from time to time be increased or decreased in such a manner as shall be provided by the By-Laws of this Limited Liability Company, providing that the number of directors shall not be reduced to less than one (1).

The name and post office address of the first board of Directors shall be one (1) in number and listed as follows:

NAME ----	POST OFFICE ADDRESS -----
Ilene Mirman	4183 Shell Road

*Organizer*  
FIFTH. The name and post office address of the signing the Articles of Limited Liability Company is as follows:

NAME ----	POST OFFICE ADDRESS -----
Ilene Mirman	4183 Shell Road Sarasota, Fl 34242

SIXTH. The resident agent for this Limited Liability Company shall be: Ilene Mirman. The address of said agent, and, the principal or statutory address of this Limited Liability Company in the state of Florida, shall be:

4183 Shell Road  
Sarasota, Fl 34242

SEVENTH. The Limited Liability Company is to exist for thirty years.

EIGHTH. If all of the remaining members agree, the LLC can continue. If a member wants to sell or transfer his or her interest in an LLC, the other members must agree.

NINTH. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized: Subject to the By-Laws, if any, to make, alter or amend the By-Laws of the Limited Liability Company.

By resolution passed by a majority of the whole Board, to designate one (1) or more committees, each committees to consist of one or more of the Directors of the Limited Liability Company, which, to the extent provided in the resolution, or in the By-Laws of the Limited Liability Company, shall have and may exercise the powers of the Board of Directors in the management of the business and

affairs of the Limited Liability Company. Such committees, or committees, shall have such name, or names, as may be stated in the By-Laws of the Limited Liability Company, or as may be determined from time to time by resolution adopted by the Board of Directors.

When and as authorized by the affirmative vote of a member entitling them to exercise at least a majority of the voting power given at a Members meeting called for that purpose, or when authorized by the written consent of the holders of at least a majority of the members' distributional interest, the Board of Directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of the Limited Liability Company, including its good will and its company franchises, upon such terms and conditions as its board of Directors deems expedient and for the best interests of the Limited Liability Company.

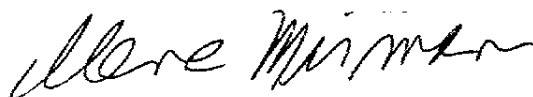
TENTH. No director or officer of the Limited Liability Company shall be personally liable to the Limited Liability Company or any of its Members for damages for breach of fiduciary duty as a director or officer involving any act or omission of any such director or officer; provided, however, that the foregoing provision shall not eliminate or limit the liability of a director or officer (i) for acts or omissions which involve intentional misconduct, fraud or a knowing violation of law, or (ii) the payment of dividends in violation of Section 78.300 of the Florida Revised Statutes. Any repeal or modification of this Article by the members of the Limited Liability Company shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director or officer of the Limited Liability Company for acts or omissions prior to such repeal or modification.

ELEVENTH. This Limited Liability Company reserves the right to amend, alter, change or repeal any provision contained in the Articles of Limited Liability Company, in the manner now or hereafter prescribed by statute, or by the Articles of Limited Liability Company, and all rights conferred upon Members herein are granted subject to this reservation.

TWELVETH. This Limited Liability Company shall indemnify its directors and officers from liability and shall advance funds for the defense of officers and directors to the fullest extent permitted under the Florida Business Corporation Act. Expenses shall be advanced to the individual who is a party to a proceeding for which indemnification is available upon execution of an undertaking to repay the advance if it is ultimately determined that the individual did not meet a standard of conduct for which indemnification is permitted.

I, THE UNDERSIGNED, being the Incorporator herein before named for the purpose of forming a Limited Liability Company pursuant to the General Limited Liability Company Law of the State of Florida, do make and file these Articles of Limited Liability Company, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this March 12, 2007.

Ilene Mirman





I, Ilene mirman hereby accept as Resident Agent for the previously  
named Limited Liability Company.

March 12, 2007  
Date

  
Ilene Mirman

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA