

W07000053073

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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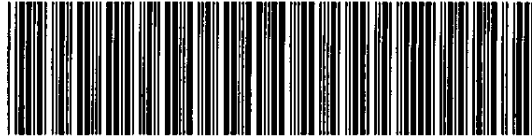
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
5-14-07

W07-53073
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 14, 2007

DENNIS FAIRBANKS
1600 SARNO ROAD, SUITE 1
MELBOURNE, FL 32935

SUBJECT: D. BELL GENERAL CONTRACTING, INC., LLC
Ref. Number: W07000022976

We have received your document for D. BELL GENERAL CONTRACTING, INC., 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 name of the entity cannot include "INC.." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 607A00033385

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DENNIS F. FAIRBANKS
Attorney At Law
1600 Sarno Road, Suite #1
Melbourne, Florida 32935
(321) 255-0143
(321) 751-1293 Facsimile

May 10, 2007

Florida Department of State
Division of Corporations
2661 Executive Center Circle West
Tallahassee, Florida 32301

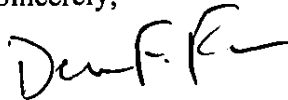
Re: D. Bell General Contracting, Inc., LLC.

Gentlemen:

Enclosed please find Articles of Organization for D. BELL GENERAL CONTRACTING, INC., LLC., along with a conformed copy and a check in the amount of \$125.00 for filing fee and designation of registered agent. Please return date stamped copy in the envelope provided.

Thank you for your assistance.

Sincerely,



Dennis F. Fairbanks

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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enclosures

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY
OF**

D. BELL GENERAL CONTRACTING, LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - Limited Liability Company Name

The name of this limited liability company shall be D. BELL GENERAL CONTRACTING, LLC. ("Company").

ARTICLE II - Address of Limited Liability Company

The mailing address and street address of the principal office of the limited liability company is 2441 Vermont Street, West Melbourne, Florida 32904.

ARTICLE III - Effective Date

These Articles of Organization shall be effective as of May 14, 2007.

ARTICLE IV - Duration

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE V - Purposes and Powers

The general purpose for which the Company is organized is to engage in the business of construction and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE VI - Registered Agent, Registered Office & Registered Agent's Signature:

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

Dennis F. Fairbanks, Esquire
Name

1600 Sarno Road, Suite #1
Florida street address (P.O. Box NOT acceptable)

Melbourne, Florida 32935
City, State and Zip

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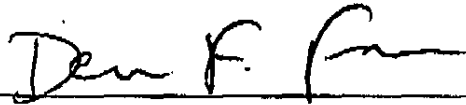
EXPIRATION DATE
5-14-07

FROM :

FAX NO. : 321-751-1293

May. 18 2007 02:59PM P5

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.



Registered Agent's Signature

ARTICLE VII - Management

The Managers of the Company shall be:

Manager: Rick Bell

Manager: David Bell

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TALLAHASSEE, FLORIDA

ARTICLE VIII - Admission of New Members

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). 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 the other members(s) of the Company other than the member proposing to dispose of her or her interest approve of the proposed transfer by unanimous consent.

ARTICLE IX - Termination of Existence

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 the consent of all the remaining members, provided there are at least one remaining member.

ARTICLE X - Member

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law of these Articles of Organization. The name and address of the member(s) of the Company are:

Rick Bell

David Bell

2441 Vermont St.

2441 Vermont St.

W. Melbourne, FL 32904

W. Melbourne, FL 32904

ARTICLE 11 - Indemnification

The Company shall indemnify managers and officers of the Company who were wholly successful, on the merits or otherwise, in the defense of any proceeding to which the manager or officer was a party because the manager or officer is or was, a manager or officer of the Company against reasonable attorney fees and expenses incurred by the manager or officer in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a manager or employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the member(s), that indemnification of the manager, officer, employee or agent, as the case may be, is permissible in the circumstances because the manager, officer, employee or agent, has met the standard of conduct set forth by the member(s). The indemnification and advancement of attorney fees and expenses for manager or employee or agent of the Company manager shall apply when such persons are serving at the Company's request while a manager or employee or agent of the Company, as the case may be, as a manager, officer, partner, trustee, employee or agent of another foreign, or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a manager, officer, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a manager, officer, employee, or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability

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FROM :

FAX NO. :321-751-1293

May. 18 2007 03:00PM P7

under the law. All references to these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a manager, officer, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "manager" "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization of Florida Limited Liability Company 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 on the 14 day of May, 2007.

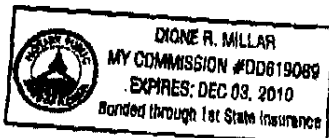
Dennis F. Fairbanks
DENNIS F. FAIRBANKS

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STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, as attorney for RICK BELL and DAVID BELL, personally appeared DENNIS F. FAIRBANKS, to me personally known or who produced identification in the form of _____ to be the person who executed the foregoing Articles of Organization of Florida Limited Liability Company, and acknowledged before me that he subscribed to these Articles of Organization of Florida Limited Liability Company on this 14th day of May, 2007.



Dione R. Millar
Notary Public