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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

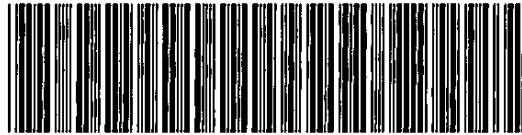
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## ANCHORS ♦ SMITH ♦ GRIMSLEY

A PROFESSIONAL LIMITED COMPANY

ATTORNEYS AND COUNSELORS AT LAW

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ZACHARY A. VANDYKE  
SHIRAZ HOSEIN

\* ALSO ADMITTED IN ALABAMA

LAWRENCE KEEFE  
SUSAN L. KELSEY  
JAMIE M. AVERY  
C. JEFFREY MCINNIS  
RICHARD P. PETERMANN\*  
DREW S. PINKERTON\*\*  
TIMOTHY W. SHAW

WALTER J. SMITH  
1929-2001

\*\* CERTIFIED CRIMINAL TRIAL  
LAWYER BY THE FLORIDA BAR  
BOARD OF CERTIFICATION

August 16, 2007

Florida Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Emeraldscapes Landscape & Design, LLC

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Organization for the above-referenced corporation.

I have also enclosed a check in the amount of \$155.00 to cover the filing fee and the return of one certified copy of the filed Articles of Organization.

If you need any further information, please do not hesitate to contact me.

Thank you for your consideration of this matter.

Sincerely,

SHIRAZ A. HOSEIN, ESQ.

Enclosures as stated

**ARTICLES OF ORGANIZATION  
OF  
EMERALDSCAPES LANDSCAPE & DESIGN, LLC**

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**ARTICLE I - NAME**

The name of this limited liability company shall be **EMERALDSCAPES LANDSCAPE & DESIGN, LLC**.

**ARTICLE II - DURATION**

The limited liability company shall have perpetual existence.

**ARTICLE III - PURPOSE AND POWERS**

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

**ARTICLE IV - PRINCIPAL OFFICE**

The mailing address and the street address of this limited liability company shall be 3252 Chat Holly Road, Santa Rosa Beach, Florida 32459.

**ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent of this limited liability company and the initial registered agent are:

Georgianna Combs  
3252 Chat Holly Road  
Santa Rosa Beach, Florida 32459

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## **ARTICLE VI - INITIAL AND ADDITIONAL MEMBERS**

The initial members of this limited liability company and their ownership interests are as follows:

<u>Name</u>	<u>Ownership Interests</u>
Georgianna Combs	60 %
Jessica Ramm	20 %
Kurt Ramm	20 %

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

## **ARTICLE VII - INITIAL MANAGER**

This limited liability company shall be managed by one or more managers. This limited liability company shall initially have one manager. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager are as follows:

Georgianna Combs  
3252 Chat Holly Road  
Santa Rosa Beach, Florida 32459

The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or resignation.

## **ARTICLE VIII - REGULATIONS**

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

## **ARTICLE IX - MEMBERS' RIGHT TO CONTINUE BUSINESS**


The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or

dissolution of a member, or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by the unanimous vote of the remaining members; provided that there is at least one member remaining.

#### ARTICLE X - AMENDMENT

This limited liability company reserves the right to amend alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 16 day of August, 2007.

  
\_\_\_\_\_  
GEORGIANNA COMBS  
Authorized Representative of the Members

STATE OF FLORIDA  
COUNTY OF OKALOOSA


Sworn to and subscribed before me this 16<sup>th</sup> day of August, 2007, by GEORGIANNA COMBS, who is \_\_\_\_\_ personally known to me or who produced FL # C512-293-58-884-0 as identification.



  
\_\_\_\_\_  
NOTARY PUBLIC - STATE OF FLORIDA

#### ACCEPTANCE OF REGISTERED AGENT

I **HEREBY** am familiar with and accept the duties and responsibilities as registered agent for this limited liability company.

  
\_\_\_\_\_  
Georgianna Combs  
3252 Chat Holly Road  
Santa Rosa Beach, Florida 32459

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