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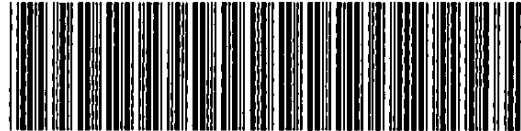
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DEPARTMENT OF STATE
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Waterway Equipment &
Services, LLC

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TALLAHASSEE, FLORIDA

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____

Signature _____

Requested by: WC

Name _____

Date 10/10

Time 11:00

ARTICLES OF ORGANIZATION
OF
WATERWAY EQUIPMENT & SERVICES, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 608.407 of the Florida Limited Liability Company Act, the undersigned, as a member of WATERWAY EQUIPMENT & SERVICES, LLC, does hereby make, subscribe, acknowledge and file these Articles of Organization for the purpose of becoming a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I. NAME

The name of this Limited Liability Company is WATERWAY EQUIPMENT & SERVICES, LLC.

ARTICLE II. MAILING AND STREET ADDRESS

The mailing address of the principal office of the Limited Liability Company is:

Post Office Box 148
East Palatka, Florida 32131

The street address of the principal office of the Limited Liability Company is:

265 East River Road
East Palatka, Florida 32131

ARTICLE III. EXISTENCE AND EFFECTIVE DATE

The Limited Liability Company shall have perpetual existence. The Limited Liability Company's existence shall commence on the date and time of filing of these Articles of Organization by the Florida Department of State as evidenced by the Department of State's date and time endorsement on the original document.

ARTICLE IV. MANAGEMENT

MANAGEMENT. The Limited Liability Company shall be a member-managed Limited Liability Company. The members of the Limited Liability Company may elect or appoint one or more members to serve as managing-members of the Limited Liability Company in accordance with the provisions of the Operating Agreement of the Limited Liability Company. In the event that the members of the Limited Liability Company elect or appoint one or more members to serve as managing-members of the Limited Liability Company, the remaining members of the Limited Liability Company who were not so elected or appointed shall have no power or authority to bind the Limited Liability Company in any way, pledge its credit or to render it liable for any purpose unless such member has been authorized by the managing-members in writing to act as an agent of the Limited Liability Company in connection with such transaction.

ARTICLE V. REGISTERED AGENT AND REGISTERED OFFICE

The name and address of the initial registered agent for the Limited Liability Company is Richard K. Jones, Moseley, Prichard, Parrish, Knight & Jones, 501 West Bay Street, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned as a member of the Limited Liability Company has made and subscribed these Articles of Organization at Jacksonville, Florida, for the uses and purposes aforesaid this 9th day of October, 2007.


K. Eugene Gstohl, Member

CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

In pursuance of the provisions of Section 608.415, Florida Statutes, the Limited Liability Company identified below submits the following statement in designating its Registered Office/Registered Agent in the State of Florida.

1. The name of the Limited Liability Company is Waterway Equipment & Services, LLC.
2. The name and street address of the Limited Liability Company's registered agent and registered office in the State of Florida is: Richard K. Jones, Moseley, Prichard, Parrish, Knight & Jones, 501 West Bay Street, Jacksonville, Florida 32202.

Having been named as registered agent and to accept service of process for the Limited Liability Company identified, and 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.


Richard K. Jones, Registered Agent

October 9, 2007

Date