

Florida Department of State
Division of Corporations
Public Access System
Electronic Filing Cover Sheet

107000113680

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000276321 3)))



H070002763213ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : CRARY, BUCHANAN, BOWDISH, ET AL
Account Number : 076424001425
Phone : (772) 287-2600
Fax Number : (772) 287-0115

FLORIDA/FOREIGN LIMITED LIABILITY COMPANY

POP CULTURE, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$125.00

DB

RECEIVED
07 NOV -9 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
07 NOV -9 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

Fax Audit Number: H07000276321 3

ARTICLES OF ORGANIZATION
OF
POP CULTURE, LLC

FILED
07 NOV - 9 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name. The name of the limited liability company ("Company") is POP CULTURE, LLC.

ARTICLE II

Address. The mailing and street address of the Company's principal office is 2768 SE Birmingham Drive, Stuart, FL 34994.

ARTICLE III

Duration. The period of duration of the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Nature of Company: The general nature of the business to be transacted by the Company under these Articles of Organization shall be to engage in the business of champagne and wine sales, events, tastings, dinners, sales of gift items and to engage in any other activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE V

Registered Agent and Office. The name of Company's initial registered agent in Florida is Lawrence E. Crary III. The address of Company's registered office in Florida is 555 Colorado Avenue, Stuart, FL 34994.

Prepared by:
Lawrence E. Crary III, Esquire
555 Colorado Avenue
Stuart, Florida 34994
(772) 287-2600
Fla. Bar No.: 250414

Fax Audit Number: H07000276321 3

1

Fax Audit Number: H07000276321 3

ARTICLE VI

Management. The Company is to be managed by two (2) managers. The initial Managers will serve until the first annual meeting of the Members. The initial Managers are as follows:

NAME:

Pierre Uteschill

Jayne Uteschill

ADDRESS:

2768 SE Birmingham Drive
Stuart, FL 34994

2768 SE Birmingham Drive
Stuart, FL 34994

FILED
07 NOV -9 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

Admission of New Members. The Members of the Company have the right to admit new members. Additional members may be admitted only on the majority consent and approval of the Members of the Company, and a majority of the Members shall determine the amount and nature of contributions to be made by new members at the time the new members are admitted.

ARTICLE VIII

Continuation of Business. The remaining members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business of the Company may be continued only on the written consent of a majority of the remaining members.

ARTICLE IX

Amendment of Articles. These Articles of Organization shall be amended as follows: every proposed amendment to these Articles of Organization shall require the approval by the Managers, whereupon it shall be proposed to all the Members, and, for adoption, shall require the approval at a Member's meeting by a majority of the members entitled to vote thereon; alternatively, a majority of the Members may sign a written statement adopting the proposed Amendment to these Articles of Organization.

ARTICLE X

Operating Agreement. The Operating Agreement of the Company shall be made, altered or rescinded by a majority vote of the Members of the Company at a meeting of the Members; alternatively, all of the Members may sign a written statement adopting the proposed Operating Agreement or changes thereto.

Fax Audit Number: H07000276321 3

2

Fax Audit Number: B07000276321 3

ARTICLE XI

Preemptive Rights. The Members of the Company shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Members, such membership interests as may be issued for money, or any property or services from time to time, in addition to the present memberships. The preemptive right of any Member is determined by the ratio of the membership interest held by a Member to all membership interests currently outstanding.

ARTICLE XII

Organizing Member. The name and address of the initial organizing member, who is a member of the Company, are as follows:

NAME

Pierre Uteschill

ADDRESS

2768 SE Birmingham Drive
Stuart, FL 34994

IN WITNESS WHEREOF, I have executed these Articles of Organization on this _____ day of November, 2007 at Stuart, Florida.

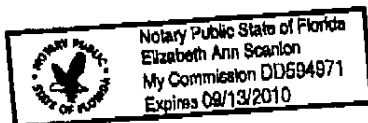



Pierre Uteschill

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 9th day of November, 2007, by Pierre Uteschill (please check one of the following) [☒] is personally known to me or [☐] who has produced _____ as identification, and who (please check one of the following) [☐] did or [☒] did not take an oath.

(SEAL)





NOTARY PUBLIC
Print Name Elizabeth Ann Scanlon
My Commission Expires: _____

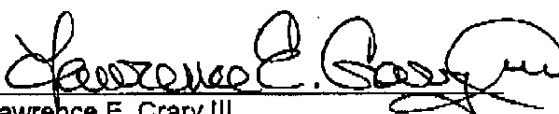
Fax Audit Number: B07000276321 3

3

Fax Audit Number: H07000276321 3

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in the above Articles of Organization, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.


Lawrence E. Crary III
Registered Agent

FILED
07 NOV -9 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit Number: H07000276321 3

4