

L08000052117

(Requestor's Name)

Andrew S. Forman-PA
15310 Amberly Drive
Suite 250
Tampa, FL 33647

(City/State/Zip/Phone #)

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DIVISION OF CORPORATIONS
08 MAY 27 AM 8:37

W08-23599
J. BRYAN MAY 12 2008

J. BRYAN

MAY 28 2008

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 12, 2008

ANDREW S. FORMAN PA
15310 AMBERLY DRIVE SUITE 250
TAMPA, FL 33647

SUBJECT: BIG SLICK PROMOTIONS LLC
Ref. Number: W08000023599

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We have received your document for BIG SLICK PROMOTIONS LLC and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$46.25.

Filing fees for an LLC is \$125.00, a certificate of status is an additional \$5.00, or a certified copy is additional \$30.00,

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 908A00030122

ARTICLES OF ORGANIZATION
OF
BIG SLICK PROMOTIONS LLC

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The undersigned organizer hereby executes and acknowledges these Articles of Organization for the purpose of forming a limited liability company under and by virtue of the laws of the State of Florida as contained in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

ARTICLE I - NAME

The name of this limited liability company shall be **BIG SLICK PROMOTIONS LLC**. This limited liability company shall hereinafter be referred to as the "Company".

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office address of the Company shall be **23110 State Road 54, Suite 364, Lutz, Florida 33549**. The mailing address of the Company shall be **23110 State Road 54, Suite 364, Lutz, Florida 33549**. The Company may relocate its principal office and place of business at any other place as the Members may from time to time deem advisable.

ARTICLE III - DURATION

The existence of this Company shall commence on filing of these Articles of Organization by the Department of State, and the period of its duration and existence shall thereafter be **perpetual**, unless the Company is earlier dissolved in a manner provided by law in accordance with the Florida Limited Liability Company Act or by regulations adopted by the Members of the Company.

ARTICLE IV - BUSINESS PURPOSE AND POWERS

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

- (a) to engage in, conduct and carry on the business of **promoting entertainment, gaming and other events, and related operations**, and to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and
- (b) in general, to engage in and transact any and all lawful business, acts or activities for which limited liability companies may be organized according to the laws of the State of Florida.

The Company may exercise all powers, rights and privileges conferred on limited liability companies pursuant to the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Company shall be located at **15310 Amberly Drive, Suite 250, Tampa, Florida 33647**. The name of the initial registered agent of the Company at such office shall be **ANDREW S. FORMAN**. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law. The Consent to Appointment of the Registered Agent is included with these Articles of Organization.

ARTICLE VI - CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall not cease and the Company shall not be dissolved unless the business of the Company is terminated by consent or agreement of the remaining Members pursuant to the terms of the Operating Agreement. Notwithstanding the death, retirement, resignation, expulsion or bankruptcy of a Member, all contracts executed by such Member in an individual or representative capacity shall survive and shall inure to the benefit of the Company.

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ARTICLE VII - MANAGEMENT

The business of the Company shall be managed by one manager or more managers and is, therefore, a manager-managed company. The name and address of the initial Manager is as follows Members of the Company are as follows:

KEVIN WELNIAK
23110 State Road 54
Suite 364
Lutz, Florida 33549

ARTICLE VIII - MEMBERS OF COMPANY

The name and address of the Members of the Company are as follows:

KEVIN WELNIAK
23110 State Road 54
Suite 364
Lutz, Florida 33549

ANDREW S. FORMAN
15310 Amberly Drive
Suite 250
Tampa, Florida 33647

ROBERT NEWCOMB
P.O. Box 531201
St. Petersburg, Florida 33747

ARTICLE IX - RESTRICTIONS ON MEMBERSHIP

The Members reserve the right to admit additional members to the Company at such times and on such terms and conditions in accordance with the terms of the Operating Agreement. Contributions required of new members shall be determined as of the time of their admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except in accordance with the terms of the Operating Agreement. Additional restrictions or conditions on membership may be set forth in regulations adopted by the Members.

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ARTICLE X - OPERATING AGREEMENT

The Members of the Company shall adopt an Operating Agreement which shall act as the operating agreement of the Members pertaining to the regulation, management and affairs of the Company, provided that such Operating Agreement shall not be inconsistent with the Articles of Organization or with the laws of the State of Florida. The Operating Agreement shall be repealed or amended from time to time only by the Members of the Company, in the manner now or hereafter prescribed by the laws of the State of Florida.

ARTICLE XI - AMENDMENT OF ARTICLES OF ORGANIZATION

The Company reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the Members of the Company herein are subject to this reservation.

ACKNOWLEDGMENT

IN WITNESS WHEREOF, the undersigned organizer of **BIG SLICK PROMOTIONS LLC** acknowledges that he is a Member of the Company, and that he has caused to be prepared and has signed the foregoing Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida, and that the statements contained therein are, to the best of his knowledge and belief, true, correct and complete.

DATED 5.5.08



ANDREW S. FORMAN
Organizer/Member

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CONSENT TO APPOINTMENT
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent in the State of Florida.

1. The name of the limited liability company is:

BIG SLICK PROMOTIONS LLC

2. The name and address of the registered agent and office are:

**ANDREW S. FORMAN
15310 Amberly Drive
Suite 250
Tampa, Florida 33647**

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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.

SIGNATURE _____

ANDREW S. FORMAN

DATE _____

5.5.08