

LD8000053566

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

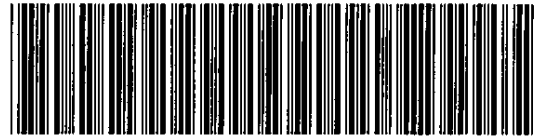
L. SELLERS

MAY 30 2008

EXAMINER

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Office Use Only



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05/23/08--01006--006 **37.50

05/12/08--01025--007 **87.50

2008 MAY 28 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ALEXANDER & ASSOCIATES

Financial Consultants

PETER A. ALEXANDER, P.A.
7129 Third Avenue, South
St. Petersburg, FL. 33707-1227
Tel/fax: (727) 347-0160

May 09, 2008

Corporate Records Bureau
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL. 32314

Re: FLORIDA ADVENTURE, LLC.

Gentlemen:

Enclosed please find the following:

1. Original and copy of Certificate of Incorporation and Resident Agent certificate; and
2. Check number 3488 in the amount of \$ 87.50 representing the necessary fees and certified copy of certificate.

Thank you for your anticipated courtesy and cooperation.

Very truly yours,

Alexander & Associates

By:


Peter A. Alexander, P.A.

la:pa
Encl.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 14, 2008

ALEXANDER & ASSOCIATES
PETER ALEXANDER PA
7139 THIRD AVENUE SOUTH
ST PETERSBURG, FL 33707-1227

SUBJECT: FLORIDA ADVENTURE, LLC
Ref. Number: W08000024203

We have received your document for FLORIDA ADVENTURE, LLC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$37.50.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is S06781.

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) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 508A00030800

May 09, 2008

ARTICLES OF ORGANIZATION

BY THESE ARTICLES OF ORGANIZATION, the subscribers form a Limited Liability Company under Florida Law.

1. **NAME.** The name of the company is: FLORIDA ADVENTURE II, LLC.

PRINCIPAL ADDRESS. 8110 Grand Estuary Trail # 102
Bradenton, FL. 34212

NATURE OF BUSINESS. The Company may engage in any activity or business permitted under the laws of the United States or this State or both.

4. **MEMBERSHIP INTEREST.** The Members shall be members in the company and shall continue to do business under the name of the company until the Operating Managers shall change the name or the Company shall terminate.
5. **INITIAL CAPITAL.** The Company will begin business with capital of \$1000.00
6. **TERM.** The Company shall terminate on the date provided in the certificate, except that the Company may terminate prior to such date as provided in this agreement.
7. **REGISTERED OFFICE ADDRESS.** The registered address of the Company in Florida is: 8110 Grand Estuary Trail #102, FL 34212. it may be changed to any other location in Florida by the Operating Managers from time to time. The Registered Agent at this address is Thomas Smola
8. **RIGHTS.** No member will have the right to require partition of the Company property or to compel any sale or appraisal of the Company's assets or any sale of a deceased Member's interest in the Company's assets, notwithstanding any provision of law to the contrary.
9. **INITIAL MEMBER.** The name and street address of each member of the first member meeting is:

Thomas Smola
8110 Grand Estuary Trail #102
Bradenton, FL. 34212

Marcel Budina
Vladislavova 9/49
Praha 1, 11000 Czech Republic

Each Member shall hold office until the first annual meeting of members.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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10. **MANAGERS.** The names of the initial officers of the Company are
Thomas Smola MGRM
Marcel Budina MGRM
11. **SUBSCRIBER.** The name and street address of each subscriber to these Articles of Organization is:
Thomas Smola
8110 Grand Estuary Trail #102
Bradenton, FL. 34212
12. **ORGANIZATION.** The subscriber or his assignee shall organize the Company after approval of these Articles of Organization by the Department of State and shall adopt initial bylaws for the Company.
13. **BYLAWS.** After adoption of the initial bylaws under the preceding article, bylaws may be adopted, amended or repealed by the members of the company. The managers may adopt bylaws, subject to the members' approval at their next ensuing meeting, but the bylaws adopted by the managers shall not conflict with those adopted by the members.
14. **REGISTERED RESIDENT AGENT.** The company designates Thomas Smola, as its agent to accept service of process within this State.
15. **UNIT RESTRICTIONS.** By agreement, the Members and the Company may restrict or limit the sale or transfer, or both, of units of the Company, grant preemptive rights of the purchase to each other and prescribe the terms and limitations of the rights, restrict the right to encumber the unit and provide for the consideration to be paid for the unit after its original issuance. The bylaws may provide for transfer on the company books in conformity with the agreement.
16. **CONFLICT OF INTEREST.** No transaction between the Company and one or more members or officers or between this company and any other company, from or from an association in which one or more of the members or managers of this company are members or managers or are financially interested shall be either void or violable because the member or manager concerned is present at the meeting of the Members, or a committee of it, that authorized or approves the transaction or that his vote is counted for the authorization or approval of the transaction or for a quorum if the common membership, office holding or financial interest is disclosed or known to the members or committee.

DATED this 9th Day of May 2008

Thomas Smola

NOTARY PUBLIC-STATE OF FLORIDA
Stacey J. Bowley
Commission # DD433759
Expires: MAY 25, 2009
Bonded Thru Atlantic Bonding Co., Inc.

SECRETARY OF STATE
FLORIDA

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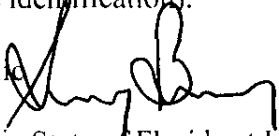
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STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9 day of May, 2008, by Thomas Smola, as Managing Member of the FLORIDA ADVENTURE II, LLC a Florida company, on behalf of the corporation and He is personally known to me (or has produced as identification).

Notary Public




Printed Name State of Florida at Large (Seal) My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
Stacey J. Bowley
Commission # DD433759
Expires: MAY 25, 2009
Bonded Thru Atlantic Bonding Co., Inc.

CONSENT OF RESIDENT AGENT

HAVING BEEN NAMED to accept service of process for this corporation at the place designated in the foregoing Articles, the undersigned accepts the designation.



Thomas Smola

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA