

Jun-04 10:45am

From: BARNES WALKER

941-741-8224

T-408

F-31/D

F-268

L08000055111

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

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.

((H08000144417 3)))



H080001444173ABC

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 : BARNES WALKER, CHARTERED
Account Number : 102371002705
Phone : (941) 741-8224
Fax Number : (941) 708-3225

Attn: Carroll

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Free Flow Turbines, LLC

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$160.00

RECEIVED

08 JUN -4 PM 12:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 JUN -4 AM 8:15

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

T. HAMPTON

JUN - 5 2008

EXAMINER

ARTICLES OF ORGANIZATION
OF
FREE FLOW TURBINES, LLC

ARTICLE I
Name

The name of the limited liability company ("Company") is FREE FLOW TURBINES, LLC.

ARTICLE II
Address

The mailing and street address of the Company's principal office is 5230 State Road 64 East, Bradenton, Florida 34208.

ARTICLE III
Duration

The period of duration for the Company is perpetual.

ARTICLE IV
Registered Agent and Office

The name of the Company's initial registered agent in Florida is:

JEFFREY S. GOETHE, ESQ.
BARNES WALKER, CHARTERED
3119 Manatee Avenue West
Bradenton, Florida 34205

FILED
08 JUN -4 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Management

A. The Company is to be managed by a Manager who will generally serve from annual meeting to annual meeting of the Members or until a replacement is qualified and elected. The initial Manager, however, shall serve until the organizational meeting of the Company and is

FILED
JUN -4 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

identified as follows:

RICHARD C. BENNETT
5230 State Road 64 East
Bradenton, Florida 34208

B. The Manager shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 608.404, as from time to time amended, including, but not limited to, the power to acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except:

1. Without having first obtained the prior written consent of all the Members, the Manager shall not cause or permit the Company to:

a. File a petition in bankruptcy, make a general assignment for the benefit of creditors or application for other such relief available under similar laws or regulations, or;

b. Cause this Company to enter into a joint venture or partnership with any other person or entity, or;

c. Invest in the debt or equity of any other entity, or;

d. Authorize this Company to be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

If any Member shall not object in writing to the Manager's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager's request.

2. Without having first obtained the prior written consent of all of the Members, amend these Articles or the Operating Agreement of the Company to:

a. Reduce the ownership interest, rights, privileges, or benefits or enlarge the duties and obligations of the Members, or;

b. Enlarge the ownership interest, rights, privileges, or benefits or reduce the duties and obligations of the Managers, or;

c. Modify the duration of this Company, or;

d. Affect the rights or restrictions regarding the assignability of Member ownership interests, or;

- e. Amend this Article V, or;
- f. Dissolve or terminate the existence of this Company, or;
- g. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members.

If any Member shall not object in writing to the Manager's request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager's request.

C. A "majority in interest," without more, shall mean a simple majority, as determined by their ownership interest percentages in the Company, of the Members of the Company.

ARTICLE VI **Continuation of Business**

A majority in interest of the remaining Member of the Company have the right to continue the business 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.

ARTICLE VII **Profits and Losses Allocation**

Profits and losses will be allocated to the Members in accordance with the Operating Agreement of the Company.

ARTICLE VIII **Amendments**


Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Manager other than the executing Member, provided, however, that if a single individual is the sole Member and Manager, only that individual shall be required to sign said Articles of Amendment.

ARTICLE IX **Commencement**

Pursuant to the provisions of Chapter 608, Florida Statutes, this Company shall begin in existence upon filing of these Articles of Organization with the Secretary of State.

FILED
JUN - 4 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned authorized representative of a Member has executed these Articles of Organization on this June 4, 2008.



Jeffrey S. Goethe
Authorized Representative

FILED
08 JUN -4 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATED
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415, the undersigned submits the following statement as the designated registered agent in the State of Florida for FREE FLOW TURBINES, LLC:

1. My name as registered agent and the address of my office, which shall serve as the registered office for the above-referenced limited liability company, are:

Jeffrey S. Goethe, Esq.
Barnes Walker, Chartered
3119 Manatee Avenue West
Bradenton, Florida 34205

2. Having been named as registered agent to accept service of process for the above-named limited liability company at the office designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to maintain its registered office. 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.

Dated: June 4, 2008.



Jeffrey S. Goethe, Registered Agent

FILED
08 JUN -4 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA