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TALLAHASSEE, FLORIDA

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EXAMINER



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 17, 2008

ALBERT VIDAL  
421 S. PINE AVENUE  
OCALA, FL 34471

SUBJECT: HARDSCAPES, LLC  
Ref. Number: W08000029310

We have received your document for HARDSCAPES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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](http://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 P05000042084.

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) 245-6020.

Tammi Cline  
Regulatory Specialist II

Letter Number: 508A00036889

**The Law Offices Of**  
**ALBERT J. VIDAL, P.A.**  
**Attorney At Law**

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June 13, 2008

Registration Section  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: HARDCAPES, LLC

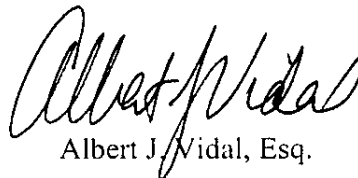
Dear Sir or Madam:

Please find enclosed the original Articles of Organization for Florida Limited Liability Company referenced above for filing, together with our firm's check in the amount of \$125 to cover fees for this service. Please forward confirmation to the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,

ALBERT J. VIDAL, PA

  
Albert J. Vidal, Esq.

AJV:dv  
Enclosures

FILED  
JUN - 1 PM 12:30  
TALLAHASSEE, FLORIDA  
DEPT. OF STATE

**The Law Offices Of**  
**ALBERT J. VIDAL, P.A.**  
**Attorney At Law**

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July 1, 2008

Registration Section  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: HARDCAPES OF CENTRAL FLORIDA, LLC

Dear Sir or Madam:

Pursuant to your correspondence dated June 17, 2008, please find enclosed the original Articles of Organization for Florida Limited Liability Company referenced above for filing. Please forward confirmation to the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,

ALBERT J. VIDAL, PA

*Albert J. Vidal*

Albert J. Vidal, Esq.

*Signed in his absence  
to expedite delivery.*

AJV:dv  
Enclosures

FILED  
JUL - 1 PM 12:31  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE

**ARTICLES OF ORGANIZATION OF**  
**HARDSCAPES OF CENTRAL FLORIDA, LLC**

The undersigned certifies that he has created this limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I.**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **HARDSCAPES OF CENTRAL FLORIDA, LLC**, and its principal office shall be located at 16169 SE 36th Ave., Summerfield, Florida 34491, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II.**  
**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state,

government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III. EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV. MANAGEMENT**

This limited liability company shall be managed by one manager. The name and address of the person who shall serve as manager is BENJAMAN HESS, 16169 SE 36th Ave., Summerfield, Florida 34491. Any successor shall be designated by majority vote of members at the annual meeting.

## **ARTICLE V. MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

## **ARTICLE VI. CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$100.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

## **ARTICLE VII. PROFITS AND LOSSES**

(a). *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a share of the profits based on the capital contributions of each member, including in kind contributions. The distributive share of the profits shall be determined and paid to the members at least quarterly, beginning the effective date of the limited liability company.

(b). *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in shares equal to their respective capital contributions.


## **ARTICLE VIII. DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

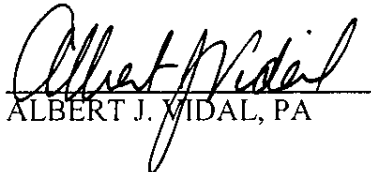
**ARTICLE IX.  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 421 S. Pine Avenue, Ocala, Florida 34471, and the name of the company's initial registered agent at that address is ALBERT J. VIDAL, PA.

The undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of **HARDSCAPES OF CENTRAL FLORIDA, LLC**. Executed by the undersigned at Ocala, Florida this 27<sup>th</sup> day of June, 2008.

  
\_\_\_\_\_  
BENJAMAN HESS

The undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned agrees 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 as provided for in Chapter 608, FS.

  
\_\_\_\_\_  
ALBERT J. VIDAL, PA

FILED  
JUL - 1 PM 12:31  
CLERK OF STATE  
TALLAHASSEE, FLORIDA