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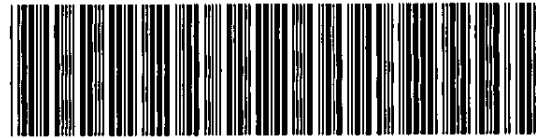
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8/20/08

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

AUG 11 2008

EXAMINER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Echoes, LLC*

EFFECTIVE DATE *8/20/08*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

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*WC*

*7/29*

*11:00*



FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
TALLAHASSEE, FLORIDA

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July 29, 2008

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ECHOES, L.L.C.  
Ref. Number: W08000035684

RE-SUBMIT  
PLEASE OBTAIN THE ORIGINAL  
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TALLAHASSEE, FLORIDA

We have received your document for ECHOES, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

EFFECTIVE DATE 8/21/08

Please note that we have RETAINED your \$155.00 payment.

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 808A00043637

RE-SUBMIT  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

EFFECTIVE DATE 8/20/08

**ARTICLES OF ORGANIZATION  
OF  
RUMAWAY, L.L.C.  
a Florida Limited Liability Company**

FILED  
08 JUL 29 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a 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. We further declare 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 RUMAWAY, L.L.C., and its principal office shall be located at 12902 Yacht Club Place in the City of Cortez, County of Manatee, State of Florida, 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 two (2) managers. The names and addresses of the persons who shall serve until the first annual meeting of members or until their successors are elected and qualified) are as follows:

<b>NAME</b>	<b>ADDRESS</b>
Danny L. Alderson	12902 Yacht Club Place, Cortez, FL 34215
Robin E. Alderson	12902 Yacht Club Place, Cortez, FL 34215

### **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 One Hundred Dollars (\$100.00) cash shall be paid to the limited liability company by the two (2) 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 an equal distributive share of the profits or to the distributive share of the profits specified as follows:

<b>OWNER ENTITY</b>	<b>PERCENTAGE OF OWNERSHIP</b>
Danny L. Alderson	Fifty (50%) Percent
Robin E. Alderson	Fifty (50%) Percent

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being August 20, 2008.

(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 equal shares or the following shares:

<b>NAME</b>	<b>PERCENTAGE</b>
Danny L. Alderson	Fifty (50%) Percent
Robin E. Alderson	Fifty (50%) Percent

## **ARTICLE VIII DURATION**

This limited liability company shall exist until July 15, 2033, or 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 12902 Yacht Club Place, City of Cortez, County of Manatee, State of Florida, and the name of the company's initial registered agent at that address is Danny L. Alderson.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of RUMAWAY, L.L.C.

Executed by the undersigned at Bradenton, Manatee County, Florida on the 1<sup>ST</sup> day of August, 2008.

  
\_\_\_\_\_  
Danny L. Alderson, Member

  
\_\_\_\_\_  
Robin E. Alderson, Member

**STATE OF FLORIDA  
COUNTY OF MANATEE**

**BEFORE ME**, the undersigned authority, personally appeared Danny L. Alderson and Robin E. Alderson, to me known to be the persons who executed the foregoing and they acknowledged before me that they executed same for the purposes therein expressed, and that they are personally known to me or ~~has produced~~ \_\_\_\_\_ ~~for identification and did not take an~~ oath.

**WITNESS** my hand and official seal this 1<sup>st</sup> day of August, 2008.

  
\_\_\_\_\_  
Notary Public, State of ~~Florida~~ Minnesota





## DESIGNATION OF REGISTERED AGENT AND OFFICE

State of Florida  
County of Manatee

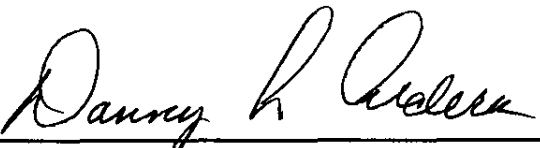
**Pursuant** to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is RUMAWAY, L.L.C.

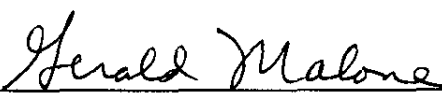
The name of the registered agent for RUMAWAY, L.L.C. is DANNY L. ALDERSON and the street address of the company's principal office where the agent is located is 12902 Yacht Club Place, Cortez, FL 34215

This statement is to acknowledge that, as indicated above, RUMAWAY, L.L.C. has appointed me, Danny L. Alderson at the place designated above in this certificate. I accept this 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.

**Dated** the 1st day of August, 2008.

  
\_\_\_\_\_  
Registered Agent

**The foregoing instrument** was acknowledged before me this 1st day of August, 2008 by Danny L. Alderson, agent on behalf of RUMAWAY, LLC, a limited liability company. He is personally known to me ~~or has produced~~  
\_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of ~~Florida~~ MINNESOTA

