

LD8000084997

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(City/State/Zip/Phone #)

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(Business Entity Name)

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08/21/08--01025--007 **78.75

08/02/08--01018--007 **51.25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 SEP - 8 PM 4:50

FILED

D. BRUCE

SEP 08 2008

EXAMINER

6008-39333



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 22, 2008

WINTER LAW FIRM
310 THIRD STREET
NEPTUNE BEACH, FL 32266

SUBJECT: THE BOOCKFOR COMPANY, LLC
Ref. Number: W08000039333

FILED
08 SEP - 8 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for THE BOOCKFOR COMPANY, LLC and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$51.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6851.

Gina McLeod
Regulatory Specialist II

Letter Number: 708A00047098

Winter Law Firm

PROFESSIONAL ASSOCIATION
310 THIRD STREET
NEPTUNE BEACH, FLORIDA 32266

W. ALAN WINTER
awinter@winterlawfirm.com

TELEPHONE (904) 242-0222
FAX (904) 242-7051

TRANSMITTAL LETTER

Tuesday, August 19, 2008

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

FILED
08 SEP - 8 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: **THE BOOCKFOR COMPANY, LLC.**
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing fee

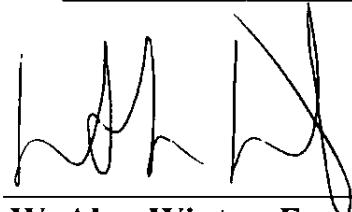
☒ \$78.75
Filing fee
& Certificate of Status

☐ \$78.75
Filing fee
& Certified Copy

☐ \$87.50
Filing fee
Certified Copy
& Certificate
of Status

ADDITIONAL COPY REQUIRED

FROM:


W. Alan Winter, Esquire
Winter Law Firm
310 Third Street
Neptune Beach, Florida 32266
(904) 242-0222

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF ORGANIZATION OF
THE BOOCKFOR COMPANY, LLC, Limited Liability Company**

KNOW ALL MEN BY THESE PRESENTS: That we, William N. Boockfor and Joanna Waterman-Boockfor, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

Company Name. That the name of the limited liability company is **THE BOOCKFOR COMPANY, LLC, Limited Liability Company.**

Duration. That the period of duration of this limited liability company is thirty years from the date of filing hereof with the Florida, unless sooner dissolved as provided by Florida law.

Purpose. That the purpose for which this limited liability company is organized is primarily to restaurant and entertainment businesses, and other goods and services that are permitted by law, within and without the Florida as the laws of Florida and other states permit.

Principal Place of Business. That the address of its principal place of business is **Dick's Wings and Grille, 1004 Dunn Avenue, Jacksonville, Florida, 32218.**

Registered Agent and Office. That the name of its registered agent, whose Consent to Appointment as Registered Agent accompanies these articles, is William N. Boockfor, Esquire, and address of the agent at the registered office is c/o The Winter Law Firm, 310 Third Street, Neptune Beach, Florida, 32266.

Capitalization. That the total capital contributions of each Member, which is his or its respective undivided interest in personal property having at least a value totalling \$10,000.00 should be allocated as follows:

William N. Boockfor, President, \$32,500.00; and Joanna Waterman-Boockfor, Vice-President, Treasurer and Secretary, \$32,500.00, at 1004 Dunn Avenue, Jacksonville, Florida, 32218 and William N. Boockfor, President and Secretary.

Additional Liability of Members. That no additional capital contributions will be required.

Admission of Additional Members. That additional Members will be admitted or expelled only with the unanimous consent of all Members entitled to participate in management and upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.

Continuity of Life. That the remaining Members of the limited liability company may only have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company if they unanimously elect to do so. The return of capital and the distribution of profits shall be determined from the company's books, as of the effective date of withdrawal, based on generally accepted accounting practices, and paid as soon as practicable without diminishing the prospects of the company's ventures and subject to the limitations of the Florida Limited Liability Company Act.

Management. The business of the company shall be conducted under the exclusive management of its Members, or outside managers if its Members unanimously elect, who shall have exclusive authority to act for the company in all matters. The Members may from time to time designate certain Members as Officers to act for the Company in certain matters as specified by the **OPERATING AGREEMENT**.

DATED this 19 day of August, 2008.

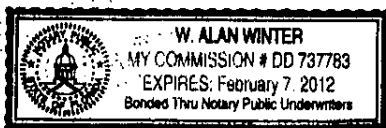
William N. Boockfor
William N. Boockfor, Incorporator

Joanna Waterman-Boockfor
Joanna Waterman-Boockfor, Incorporator

Notary's Acknowledgment

State of Florida)
) ss
County of Duval)

On this 19 day of August, 2008, before me personally appeared William N. Boockfor and Joanna Waterman-Boockfor, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that William N. Boockfor and Joanna Waterman-Boockfor executed the same as their free act and deed.



[Signature]
Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

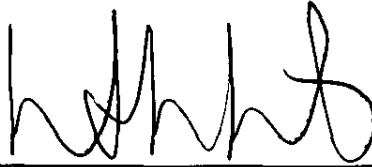
**ACCEPTANCE BY REGISTERED AGENT
FOR
THE BOOCKFOR COMPANY, LLC**

Having been named as registered agent to accept service of process for **THE BOOCKFOR COMPANY, LLC** at the place designated in the Articles of Incorporation of **THE BOOCKFOR COMPANY, LLC**, and as confirmed below, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Name of Registered Agent: **W. Alan Winter, Esquire**

Address of Registered Agent: **The Winter Law Firm
310 Third Street
Duval County
Neptune Beach, Florida, 32266**

Dated in Neptune Beach, Duval County, Florida, on this 19 day of August, 2008.



W. Alan Winter, Esquire/Registered Agent



Joanna Waterman-Boockfor/Incorporator

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA