

L08000107909

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

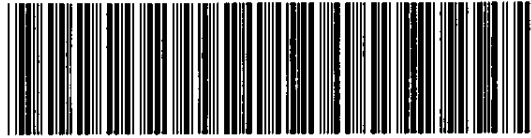
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400138069364

11/20/08--01037--001 \*\*155.00

RECEIVED

08 NOV 20 PM 12:14

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

08 NOV 20 PM 1:35

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

NOV 20 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

Downing, LLC

Thank you  
Happy Holidays!  
☺

FILED  
08 NOV 20 PM 1:35  
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

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Courier

ARTICLES OF ORGANIZATION

OF

DOWNING, LLC

FILED  
08 NOV 20 PM 1:35  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be DOWNING, LLC. The street address of the principal office of the limited liability company in Florida shall be 14819 Celestial Way, Dover, Florida 33527, and the mailing address shall be PO Box 1303, DOVER, Florida 33527.

ARTICLE II - DURATION

The limited liability company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE III - PURPOSES AND POWERS

The specific purpose for which this limited liability company is organized is to maintain, repair, service, and sell and re-sell mobile and modular homes and to buy, sell, lease and manage real estate. The general purpose for which the limited liability company is organized is to buy, sell, trade, lease, and to enter into any and all types of agreements related to or pertaining to real or personal property, and to transact any lawful business for which a limited liability company

may be organized under the laws of the State of Florida. The limited liability company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the limited liability company in the State of Florida is JOSIAH B. WINTER, 14819 Celestial Way, Dover, Florida 33527.

#### ARTICLE V - CAPITAL CONTRIBUTIONS

The member of the limited liability company shall contribute to the capital of the limited liability company the cash or property set forth in Exhibit "A."

#### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the limited liability company only upon the unanimous consent of all the members.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the limited liability company except with the unanimous written consent of all the members of the limited liability company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the limited liability company as set forth in the Operating Agreement of the limited liability company, but the transferee shall have no right to participate in the management of the business and affairs of the limited liability company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The limited liability company shall be dissolved as may be provided in the Operating Agreement of the limited liability company, or upon unanimous consent of all members.

ARTICLE IX - MANAGEMENT

The limited liability company shall be managed by the member(s) in accordance with the Operating Agreement which may contain any provisions for the management of the affairs of the limited liability company not inconsistent with law or these Articles of Organization. The name and address of the initial member of the company are:

<u>NAME</u>	<u>ADDRESS</u>
JOSIAH B. WINTER	14819 Celestial Way Dover, Florida 33527-5601

Initially all rights and powers of management of the limited liability company are reserved for the initial member, whose name and address is as follows:

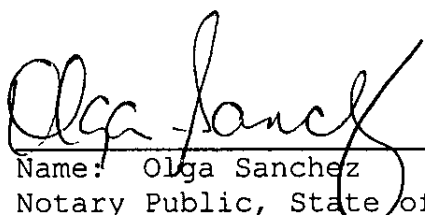
<u>NAME</u>	<u>ADDRESS</u>
JOSIAH B. WINTER	14819 Celestial Way Dover, Florida 33527-5601

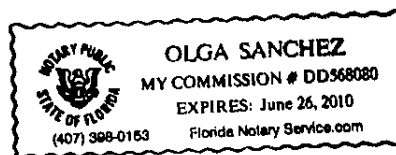
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Plant City, Florida, for the foregoing uses and purposes this 19<sup>th</sup> day of November, 2008.

  
\_\_\_\_\_  
JOSIAH B. WINTER

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Before me personally appeared JOSIAH B. WINTER, to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization, and who freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth in it, and he declared his identity and [ ] who is personally known to me, or [ X ] who produced his/her Florida Driver's License as personal identification.

  
\_\_\_\_\_  
Name: Olga Sanchez  
Notary Public, State of Florida  
My commission expires: 06/26/10



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of DOWNING, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as such registered agent and is familiar with, and accepts the obligations of registered agent as provided in Chapter 608, Florida Statutes.

  
\_\_\_\_\_  
JOSIAH B. WINTER  
Registered Agent

EXHIBIT "A"

CAPITAL CONTRIBUTIONS

The total amount of cash contributions is \$1,000.00.

Total additional contributions will be made as may be required for investment purposes by unanimous written consent of all the members.