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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

DEC 29 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

MNMMJ, LLC

Signature

Requested by:

Name

Date

Time

Seth 12/28 11:00

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- \_\_\_\_ 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 \_\_\_\_\_

**ARTICLES OF ORGANIZATION**

**OF**

**MNMMJ, LLC**

**a Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, of the Florida Statutes entitled the Florida Limited Liability Company Act, and being authorized to execute and file these Articles of Organization certify as follows:

**ARTICLE I**

(Name)

The name of this limited liability company shall be:

**MNMMJ, LLC**

**ARTICLE II**

(Purposes and Powers)

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE III**

(Principal Office and Address)

The principal office, mailing address and street address of this company is **17 Contera Street, St. Augustine, FL 32080.**

**ARTICLE IV**

(Registered Agent and Office)

The name of the initial Registered Agent of this company in the State of Florida is **JOYCE BARRENTINE**. The address if the Registered Agent of this company is **17 Contera Street, St. Augustine, FL 32080.**

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STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V**

(Capital Contributions)

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

## **ARTICLE VI**

(Additional Capital Contributions)

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

## **ARTICLE VII**

(Admission of New Members)

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

## **ARTICLES VIII**

(Management of Company)

The Company shall be managed by two (2) managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the two (2) initial managers of the company are:

**MARLENE C. CRITTENDEN**  
3975 Hidden Acres Circle N.  
N. Ft. Myers, FL 33903

**JOYCE BARRENTINE**  
17 Contera Street  
St. Augustine, FL 32080.

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## **ARTICLE IX**

### **(Amendments)**

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

## **ARTICLE X**

### **(Regulations)**

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Managers of the Company by any amendments to the Articles of Organization. Regulations adopted by the Members or by the Managers may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Managers.

## **ARTICLE XI**

### **(Informal Action of Members)**

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

## **ARTICLE XII**

### **(Contracting Debt)**

Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this Company, unless approved by all of the members of the Company.

### **ARTICLE XIII**

#### **(Transferability of Member's Interest)**

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

### **ARTICLE XIV**

#### **(Withdrawal or Reduction of Member's Contributions to Capital)**

A Member shall not receive out of the Company property any part of her contribution to capital until:

1. all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them;
2. the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded;
3. these articles of organization are canceled or so amended as to set out the withdrawal reduction.

A Member shall be entitled to the return of her contribution in the manner provided for in the regulations of the company.

**IN WITNESS WHEREOF**, the undersigned have made and subscribed these

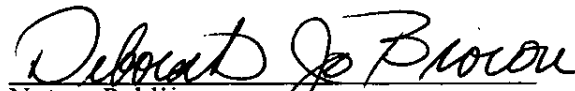
Articles of Organization for the foregoing uses and purposes this 18 day of December, 2008.

  
MARLENE C. CRITTENDEN

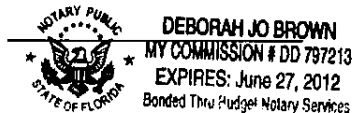
STATE OF FLORIDA  
COUNTY OF LEE

Before me personally appeared **MARLENE C. CRITTENDEN**, to me well known to be Members of the above limited liability company and who subscribed the above Articles of Organization and she freely and voluntarily acknowledged before me that she executed the same for the uses and purposes set forth therein.

**IN WITNESS WHEREOF**, I have set my hand and affixed my official seal this 18<sup>th</sup> day of December, 2008.

  
Notary Public

My commission expires:



IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Organization for the foregoing uses and purposes this 19th day of December, 2008.

Joyce Barrentine  
JOYCE BARRENTINE, Member

STATE OF FLORIDA  
COUNTY OF St. Johns

Before me personally appeared **JOYCE BARRENTINE**, to me well known to be Members of the above limited liability company and who subscribed the above Articles of Organization and she freely and voluntarily acknowledged before me that she executed the same for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 19th day of December, 2008.

Catherine S. Dodd-Nettles  
Notary Public

My commission expires:

June 16th, 2012





**ACCEPTANCE BY REGISTERED AGENT**

I, **JOYCE BARRENTINE**, having been named as Registered Agent to accept service of process for the above stated limited liability company, at the place designated in the Articles of Organization, hereby accept the 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 this 19th day of December, 2008.

  
JOYCE BARRENTINE, Registered Agent

## EXHIBIT A

MEMBER NAME	CAPITAL CONTRIBUTION (cash or property)
MARLENE C. CRITTENDEN	\$100.00
JOYCE BARRENTINE	\$100.00
MARGARET C. HOLST	\$100.00
NANCY C. CLELLAND	\$100.00
KRISTIN ORR, MARLENE C. CRITTENDEN AND JOYCE BARRENTINE, AS CO-TRUSTEES OF THE MARIETTA C. ORR REVOCABLE TRUST	\$100.00