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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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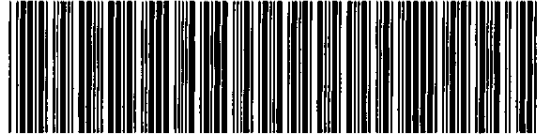
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

**C. LEWIS**

JAN 07 2009

**EXAMINER**

**AFFIDAVIT AND AUTHORIZATION AGREEMENT**

SELLER: Swimcraft Pools, Inc., a Florida corporation

AFFIANT: Joe M. Holder

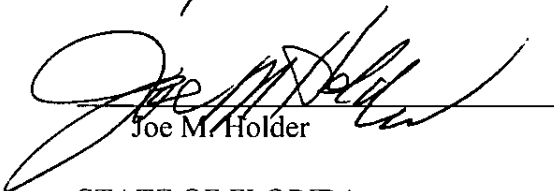
BUYER: Kevin Carroll and/or Swimcraft Pools, LLC, a Florida limited liability company (to be formed)

ASSETS: all assets, equipment, goodwill and inventory of Swimcraft Pools, Inc., d/b/a Swimcraft Pools located at 1992 Kingsley Avenue, Orange Park, Florida.

The undersigned, Affiant, being duly sworn and cautioned to speak the truth, does say:

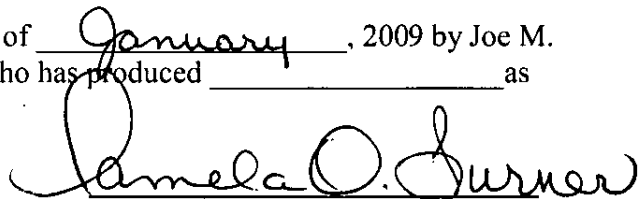
1. That Affiant is President of Swimcraft Pools, Inc., which is the owner of Swimcraft Pools located at 1992 Kingsley Avenue, Orange Park, Florida.
2. That Affiant has full and plenary authority to represent Swimcraft Pools, Inc., in any matter whatsoever.
3. That Affiant hereby gives consent and authorization to Kevin Carroll, by and through his attorneys and/or agents, to form a Florida limited liability company named Swimcraft Pools, LLC.
4. That this affidavit is given to induce the Buyer to purchase the assets and the undersigned Affiant shall indemnify and hold Buyer harmless from and against all liabilities, debts, claims, actions, or cause of actions, losses, damages, taxes, now existing or that may later arise from or grow out of its past operation and ownership of the Business, either directly or indirectly, before the date of closing.

Dated 1/5, 2009

  
Joe M. Holder

STATE OF FLORIDA  
COUNTY OF Clay

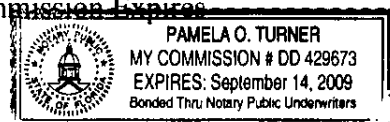
Sworn and subscribed before me this 5th day of January, 2009 by Joe M. Holder, who is personally known to me or who has produced \_\_\_\_\_ as identification.



Notary Public

Notary Name

My Commission Expires



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**ARTICLES OF ORGANIZATION  
OF SWIMCRAFT POOLS, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, adopts the following Articles of Organization.

**ARTICLE I**

**NAME**

The name of the limited liability company is SWIMCRAFT POOLS, LLC.

**ARTICLE II**

**ADDRESS**

The principal office and mailing address of the limited liability company shall be 11512 Lake Mead Avenue, Suite 102, Jacksonville, Florida 32256.

**ARTICLE III**

**PURPOSE AND DURATION**

The purpose of this limited liability company is any and all lawful business. The duration of the limited liability company shall be perpetual, and shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, the company's existence shall commence upon filing by the Department of State.

**ARTICLE IV**

**MANAGEMENT**

The managing members shall be:

Kevin Carroll  
11512 Lake Mead Avenue, Suite 102,  
Jacksonville, Florida 32256

and

Karyn Carroll  
11512 Lake Mead Avenue, Suite 102,  
Jacksonville, Florida 32256

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The authority of the managing members and the other members to make certain decisions on behalf of the limited liability company shall be governed by the regulations of the company, as they exist from time to time.

## ARTICLE V

### ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

## ARTICLE VI

### MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company shall have the right to continue the business on the death, retirement, resignation, expulsion or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, provided each remaining member consents in writing.

## ARTICLE VII

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 11512 Lake Mead Avenue, Suite 104, Jacksonville, Florida 32256, and the name of the initial registered agent of this limited liability company at that address is M. Mark Heekin, Esquire. By executing these Articles as the initial registered agent of the limited liability company, he hereby accepts his appointment and agrees to act in this capacity and to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and further states that he is familiar with and accepts the obligations of his position as registered agent.

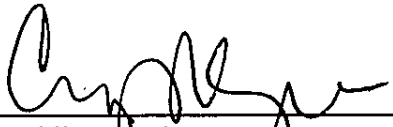
IN WITNESS WHEREOF, the undersigned has executed these Articles as attorney for the members and the initial registered agent of the limited liability company this 5<sup>th</sup> day of January, 2009. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles and the Affidavit contained herein constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
M. Mark Heekin

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 5th day of January, 2009, by  
M. Mark Heekin, who is personally known to me ~~or who produced~~ \_\_\_\_\_  
\_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public  
Printed Name Cynthia J. Myers  
My Commission Expires: 1/8/12



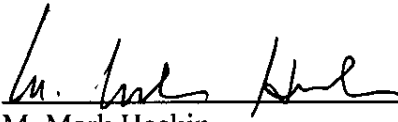
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is SWIMCRAFT POOLS, LLC
2. The name and the street address of the registered are:

M. Mark Heekin, Esquire  
11512 Lake Mead Avenue, Suite 104  
Jacksonville, Florida 32256

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I 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.

  
M. Mark Heekin

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