

Division of Corporations

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.****Annette Investments, LLC**

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**G. MCLEOD****EXAMINER**

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**ARTICLES OF ORGANIZATION**  
**OF**  
**ANNETTE INVESTMENTS, LLC**

**ARTICLE I**  
**NAME**

The business and affairs of the Limited Liability Company shall be conducted under the name of **ANNETTE INVESTMENTS, LLC**

**ARTICLE II**  
**PURPOSES AND POWERS**

The Limited Liability Company may engage in any lawful activity or business permitted under the laws of the United States and the State of Florida. The Limited Liability Company has the power to do all things necessary or convenient to carry out its lawful business and affairs, including, without limitation, those powers specifically enumerated in Chapter 608 of the Florida Statutes.

**ARTICLE III**  
**DURATION; DISSOLUTION**

The Limited Liability Company shall continue in existence in perpetually, unless the Limited Liability Company is earlier dissolved and its affairs wound-up in accordance with the provisions of these Articles of Organization, Chapter 608 of the Florida Statutes, or under the Operating Agreement and/or Regulations of the Limited Liability Company.

**ARTICLE IV**  
**PRINCIPAL OFFICE**

The street address and the mailing address of the principal place of business of the Limited Liability Company with the State of Florida shall be:

1605 Main Street, Suite 1111  
Sarasota, Florida 34236

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**ARTICLE V  
INITIAL REGISTERED AGENT/OFFICE**

The Limited Liability Company's registered office and its initial registered agent shall be:

R. Craig Harrison, Esq.  
Lyons, Beaudry & Harrison, P.A.  
1605 Main Street, Suite 1111  
Sarasota, FL 34236

**ARTICLE VI  
ADMITTANCE OF NEW MEMBERS**

No new Member shall be admitted without the prior written consent of all the Members. A Member shall not so consent unless the proposed new Member shall accept, in a form satisfactory to the Managers, all the terms and conditions of the Operation Agreement and/or Regulations of the Limited Liability Company, including the representations and warranties contained therein and the proposed new Member shall have furnished the Limited Liability Company with an opinion of counsel, satisfactory in form and substance to such Members that the proposed transfer will not violate any federal or applicable state securities law and that the proposed transfer will not adversely affect the Limited Liability Company from being taxed as a partnership for federal income tax purposes.

**ARTICLE VII  
MANAGEMENT AND POWERS**

The business and affairs of the Limited Liability Company shall be managed by one or more Managers and any Officer selected by more than fifty percent (50%) in interest of the Members. The Officer may be a Member, Manager or any other individual and shall hold office for such terms as a majority of the Members shall designate. The Company may have a president, one or more vice presidents, a secretary, and a treasurer. The Members, by majority vote, may also contract with related or unrelated Persons for management services to be provided by individuals serving in such capacities. An Officer shall have the same authority and responsibility with respect to the Company as the corresponding Officer of a Florida corporation would have with respect to the corporation. Such authority and responsibility shall be in addition to any authority and responsibility the Officer may have as a Member of the Company.

All such powers of the Limited Liability Company shall be exercised by or under the authority of such Manager(s), Officers and Persons, except as otherwise provided by law, Chapter 608 of the Florida Statutes, these Articles of Organization, the Operating Agreement and/or the Regulations of the Limited Liability Company.

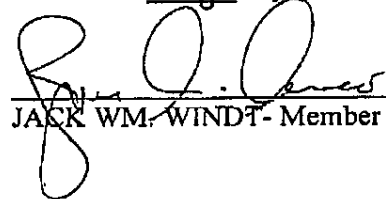
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**ARTICLE VIII  
INDEMNIFICATION**

The Limited Liability Company shall indemnify the Manager(s), Officer(s) and Member(s) to the fullest extent permitted or required by the Act, as amended from time to time. The Limited Liability Company may also indemnify its employees and other representatives or agents up to the fullest extent permitted under the Chapter 608 of the Florida Statutes or other applicable law, provided that the indemnification in each such situation is first approved by a majority of the Members.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **ANNETTE INVESTMENTS, LLC**

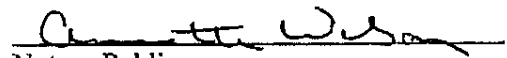
Executed by the undersigned at Sarasota, Florida on the 28 day of January 2009.

  
JACK WM. WINDT- Member

STATE OF FLORIDA  
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this 28 day of January 2009, by **Jack Wm. Windt** as Member of **Annette Investments, LLC**, who is personally known to me [ ] or who produced Florida Identification Card as identification.



  
Notary Public  
Printed Name ANNETTE WILSON  
My Commission Expires:

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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In pursuance of Section 608.415, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **Annette Investments, LLC**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at the City of Sarasota, County of Sarasota, State of Florida, has named **R. Craig Harrison, Esq., Lyons, Beaudry & Harrison, P.A., 1605 Main Street, Suite 1111, Sarasota, FL 34236**, County of Sarasota, State of Florida, as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby state that I am familiar with obligations of said position and accept to act in this capacity and agree to comply with the provision of said Act.



R. CRAIG HARRISON, ESQ.  
Resident Agent

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