

L09000022178

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

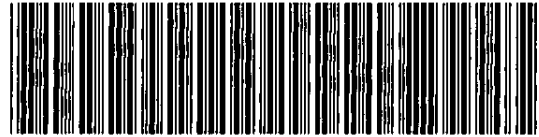
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600144919006

03/05/09--01029--018 **125.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 MAR -5 AM 10:42

T. HAMPTON

MAR - 6 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WESSEL INNOVATIONS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

*Return UPS package
enclosed*

Laura DaConceicao

(Name of Person)

Chalker Flores LLP

(Firm/Company)

2711 LBJ Fwy Ste 1036

(Address)

Dallas TX 75234

(City/State and Zip Code)

For further information concerning this matter, please call:

Sharon Leal

(Name of Person)

at (512) 474-2037

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

09 MAR -5 AM 10:42

**ARTICLES OF ORGANIZATION
OF
WESSEL INNOVATIONS, LLC
A Florida Limited Liability Company

ARTICLE I

The name of the Company is "WESSEL INNOVATIONS, LLC".

ARTICLE II

The period of duration of the Company is perpetual, or until the earlier dissolution of the Company in accordance with the provisions of its regulations.

ARTICLE III

The purpose for which the Company is organized is, in general, to engage in the transaction of any or all lawful business for which limited liability companies may be organized which is not otherwise prohibited by the laws of the jurisdiction(s) in which the Company engages in such business.


ARTICLE IV

The mailing address and street address of the principal office of the Company in the State of Florida is 148 Bilbao Street, Royal Palm Beach, Florida 33411.

ARTICLE V

The name of the initial registered agent of the Company in the State of Florida is Homer A. Wessel IV and the address of such initial registered agent is 148 Bilbao Street, Royal Palm Beach, Florida 33411.

Having been named as registered agent and to accept service of process for the 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 as provided for in Chapter 608, F.S.


Homer A. Wessel IV

09 MAR -5 AM 10:42

ARTICLE VI

The Company shall be managed by one or more managers. The number of initial managers, who shall serve as managers until the first annual meeting of members of the Company or until their successors are duly elected, shall be one (1). The name and address of such initial manager is as follows:

Homer A. Wessel IV
148 Bilbao Street
Royal Palm Beach, Florida 33411

ARTICLE VII

Any action required by the Florida Limited Liability Act ("Act") to be taken at any annual or special meeting of members of the Company, or any action which may be taken at any annual or special meeting of members of the Company, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

ARTICLE VIII

The Company shall indemnify, to the maximum extent allowed by the Act, as amended from time to time, any person who was or is a manager or officer of the Company.

ARTICLE IX

A. No contract or transaction between the Company and one or more of its members or officers, or between the Company and any other corporation, partnership, association, or other organization in which one or more of its managers or officers are managers or officers or have a financial interest in the Company, shall be void or voidable solely for this reason, solely because the member or officer is present at or participates in the meeting of the members or committee thereof which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, if:

(1) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the members or the committee, and the members or committee in good faith authorizes the contract or transaction by the affirmative vote of a majority of the disinterested members, even though the disinterested members be less than a quorum; or

(2) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the members entitled to vote thereon, and the contract or transaction is specifically approved in good faith by vote of the members; or

(3) The contract or transaction is fair as to the Company as of the time it is authorized, approved, or ratified by the members or a committee thereof.

B. Common or interested members may be counted in determining the presence of a quorum at a meeting of the members or of a committee which authorizes the contract or transaction.

ARTICLE X

An officer of the Company shall not be liable to the Company or its members for monetary damages for an act or omission in the officer's capacity as an officer, except to the extent otherwise expressly provided under the provisions of the Act.

ARTICLE XI

This document becomes effective when the document is filed by the Florida Department of State.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Homer A. Wessel IV, Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 MAR -5 AM 10:42