

# L09000054781

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000130770 3)))



H090001307703ABC.

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : STEWART, EVANS, STEWART & EMMONS, PA.  
Account Number : I19990000118  
Phone : (772) 231-3500  
Fax Number : (772) 231-9876

**FILED**  
09 JUN -5 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**ROCK BOTTOM, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing Menu

Help

May 29, 2009

STEWART, EVANS, STEWART

SUBJECT: ROCK BOTTOM, LLC  
REF: W09000025067

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

FAX Aud. #: H09000130770

RECEIVED  
09 JUN -5 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Kaysa Culligan

850-617-8381

5/29/2009 8:05:58 AM PAGE 2/002 Fax Server

Regulatory Specialist II

Letter Number: 409A00018090

(((H09000130770 3)))

FILED

09 JUN -5 AM 8:35

ARTICLES OF ORGANIZATION OF  
ROCK BOTTOM WV, LLC

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned hereby certifies that these Articles have been executed for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights and privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

Article I: NAME

The name of the Limited Liability Company is: **Rock Bottom WV, LLC**

Article II: ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

408 21<sup>st</sup> Street, SE  
Vero Beach, Florida 32962

Article III: REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S  
SIGNATURE

The name and the Florida street address of the registered agent is:

Rebecca F. Emmons, Esq.  
Stewart, Evans, Stewart & Emmons, P.A.  
3355 Ocean Drive  
Vero Beach, FL 32963

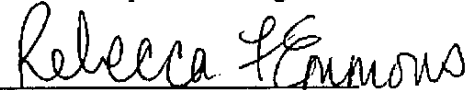
*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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 as provided for in Chapter 608, F.S.*

(((H09000130770 3)))

((H09000130770 3)))

#### ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation of registered agent on behalf of **Rock Bottom WV, LLC** and acknowledges that she is familiar with and accepts the obligations provided for in Florida Statute Section 608.



Rebecca F. Emmons, Esq.

#### Article IV: PURPOSES AND POWERS

The general nature of the business to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

- A. To engage in any activity or business authorized under the Florida Statutes
- B. In general, to carry on any and all incidental business; to have and to exercise all powers conferred by the laws of the State of Florida, and to do any and all things set forth herein to the same extent as a natural person might or could do.
- C. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- D. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- E. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it

((H09000130770 3)))

(((H09000130770 3)))

lawfully may under the laws of the State of Florida, providing for the formation, rig  
privileges, and immunities of limited liability companies for profit.

F. To do everything necessary, proper, advisable, or convenient for  
accomplishment of any of the purposes, or the attainment of any of the objects, or  
furtherance of any of the powers set forth herein, either alone or in association w  
others incidental or pertaining to, or growing out of, or connected with its business  
powers, provided the same shall not be inconsistent with the laws of the State  
Florida.

The several clauses contained in this statement of the general nature of the busines  
be transacted shall be construed as both purposes and powers of this limited liabi  
company, and the statements contained in each clause shall, except as otherwise express  
be in no way limited or restricted by reference to or inference from the terms of any ot  
clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting  
purporting to authorize or permit the limited liability company to carry on any busin  
exercise any power, or do any act which a limited liability company may not, under  
laws of the State of Florida, lawfully carry on, exercise, or do.

#### Article V: MANAGEMENT

This limited liability company shall be managed by the following Managers who n  
not be members. The names and addresses of the Managers who shall serve as such u  
the first annual meeting of members or until their successors are duly qualified are  
follows:

Bridie Palmer Beuttell	John Collingwood Beuttell
408 21 <sup>st</sup> St., SE	408 21 <sup>st</sup> St., SE
Vero Beach, FL 32963	Vero Beach, FL 32963

#### Article VI: TRANSFER OF MEMBERSHIP INTERESTS

A member's interest is assignable in whole or in part. The assignee of a memb  
interests shall not become a member of the company, upon assignment, and is only entit  
to receive the distributions and return of capital, and to be allocated any profits or losse  
which the assigning member was entitled, to the extent assigned. An assignee may beco  
a member upon the approval of the Manager and a majority of the members. If  
admitted, the assignee shall have all the rights and powers and shall be subject to all  
restrictions and liabilities of the assigning member.

(((H09000130770 3)))

(((H09000130770 3)))

Article VII: ARTICLE VII - MEMBERSHIP CERTIFICATES

The company may, but is not obligate to, issue certificates of membership interest.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of ROCK BOTTOM WV, LLC.

Executed at Vero Beach, Indian River County, Florida on June 2<sup>nd</sup>, 2009.

Bridie Palmer Beuttell  
Bridie Palmer Beuttell  
Managing Member

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of June, 2009, by Bridie Palmer Beuttell, Managing Member, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Bonnie L. Miller  
Notary Public  
(Seal)



BONNIE L. MILLER  
MY COMMISSION # DD 448731  
EXPIRES: July 23, 2009  
Bonded Thru Budget Notary Services

**FILED**  
09 JUN -5 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

(((H09000130770 3)))