

L0900000 65229

(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



800157517718

07/07/09--01017--003 \*\*250.00

RECEIVED  
09 JUL -7 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR  
JUL 7 2009  
EXAMINER

FILED  
09 JUL -7 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



UCC FILING & SEARCH SERVICES, INC.  
 1574 Village Square Blvd Ste 100  
 Tallahassee, Florida 32309  
 (850) 681-6528

**HOLD**  
 FOR PICKUP BY  
 UCC SERVICES  
 OFFICE USE ONLY

July 7 2009  
 FILED  
 11:35  
 TALLAHASSEE, FLORIDA

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

A & W of Pinellas LLC

**Filing Evidence**

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

NEW FILINGS	
	Profit
	Non Profit
X	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

FILED  
09 JUL -7 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
A & W OF PINELLAS LLC**

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, 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 shall be A & W OF PINELLAS LLC.

**ARTICLE II  
PURPOSES AND POWERS**

The general nature of the business or businesses 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:

1. The purpose of A & W OF PINELLAS LLC is to hold title to certain real property located at 152 and 192-1/2 29<sup>th</sup> Avenue North, St. Petersburg, Florida.
2. To manage and control said property including the lease or sale thereof.
3. A & W OF PINELLAS LLC will have the same powers as a natural individual which shall include, but not be limited to those powers granted under Florida Statutes 608.404 as presently enacted or hereinafter expanded.
4. To engage in any activity or business authorized under the Florida Statutes.
5. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
6. 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.
7. 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.

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

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

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

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

### ARTICLE III PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 480 - 25<sup>th</sup> Avenue North, St. Petersburg, Florida 33704 and it shall have the power to establish branch offices at such place or places as may be designated by the corporate members.

### ARTICLE IV INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office of the limited liability company for service of process in the state of Florida will be WILLIAM G. MILLER, at 480 - 25<sup>th</sup> Avenue North, St. Petersburg, Florida 33704.

### ARTICLE V MEMBERS

The members of A & W OF PINELLAS LLC shall be:

William G. Miller

480 - 25<sup>th</sup> Avenue North  
St. Petersburg, Florida 33704

Ann Miller Dolson

7400 Skyway Lane South Unit 130-C  
St. Petersburg, Florida 33711

Each member holding a 50% ownership interest in the LLC.

#### ARTICLE VI MANAGEMENT

The LLC will be managed by its members.

#### ARTICLE VII TERM

The term of the LLC shall be perpetual until its existence is terminated or dissolved in accordance with its Articles of Organization.

#### ARTICLE VIII TERMINATION

This LLC shall be terminated upon the death, withdrawal, resignation, expulsion, bankruptcy or dissolution of a corporate member.

#### ARTICLE IX CONTRIBUTIONS

Capital contributions shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

#### ARTICLE X LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of A & W OF PINELLAS LLC..

The execution of these Articles of Organization constitutes an affirmation by each of the persons executing the same under the penalties of perjury that the facts stated therein are true.

Executed by the undersigned at St. Petersburg, Pinellas County, Florida on the

6<sup>th</sup>

day of July, 2009.

William G. Miller  
William G. Miller

Ann Miller Dolson  
Ann Miller Dolson

These Articles of Organization are joined into by the undersigned as designated registered agent to signify his agreement to serve as registered agent as required by law.

William G. Miller  
William G. Miller