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(City/State/Zip/Phone #)

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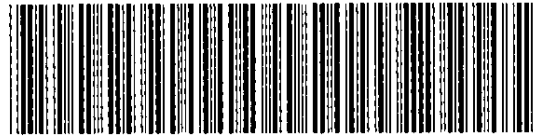
(Business Entity Name)

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

SEP - 1 2009

EXAMINER

## COVER LETTER

**TO: Registration Section  
Division of Corporations**

**SUBJECT: THE FITZGERALD CHARLES GROUP, 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:

**ROBERT O. CHARLES**

Name of Person

**THE FITZGERALD CHARLES GROUP, LLC**

Firm/Company

**803 SHANNON STREET**

Address

**TALLAHASSEE, FLORIDA 32305**

City/State and Zip Code

**RobertOtisCharles@gmail.com**

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

**ROBERT O. CHARLES**

Name of Person

at ( **850** ) **284-8721**

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

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**ARTICLES OF ORGANIZATION  
FOR  
THE FITZGERALD CHARLES GROUP, LLC**

The undersigned 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 serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the company shall be **THE FITZGERALD CHARLES GROUP, LLC**; and its principal office shall be located at 803 Shannon Street, Tallahassee, Florida 32305, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLES II  
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. 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 set forth in these articles to the same extent as a natural person might or could do.
3. 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 these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. 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, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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TALLAHASSEE, FLORIDA

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TALLAHASSEE COUNTY

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any services under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. 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 set forth in these Articles, 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.

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 contained in these Articles shall be deemed or construed as authorized 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 Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF 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 for the limited liability company or as otherwise provided in the Company's operating agreement.

ARTICLE IV  
MANAGEMENT

This limited liability company shall be managed by not less than one managing member nor more than three (3) managing members. The name(s) and address(es) of the person(s) who shall serve initially until a successor is/are elected and qualified shall be as follows:

DARRELL A. FITZGERALD

ROBERT O. CHARLES

ARTICLE V  
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on consent of a majority of the remaining members in the manner specified in the Company's operating agreement.

ARTICLE VI  
PROFITS AND LOSSES

The members shall be entitled to profits and losses arising from the operation of the limited liability company business. Each member shall be entitled to a proportionate distributive share of the profits and losses in accordance with the terms and conditions of the Company's operating agreement.

ARTICLE VII  
DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the operating agreement adopted by the members.

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TALLAHASSEE, FLORIDA

ARTICLE VIII  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 806 Shannon Street, Tallahassee, Florida 32305 and the name of the company's initial registered agent at that address is ROBERT O. CHARLES.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of THE FITZGERALD CHARLES GROUP, LLC

Executed by the undersigned at Tallahassee, Florida on this 26 day of AUGUST, 2009.

  
DARRELL A. FITZGERALD

  
ROBERT O. CHARLES

  
ROGER GODWIN

  
CHARLES CLARY, III

  
PATRICK BALLASCH

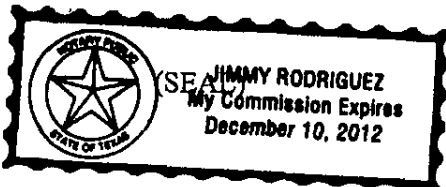
STATE OF GEORGIA

COUNTY OF Harris

*State of Texas*

THE FOREGOING INSTRUMENT was acknowledged before me this 26<sup>th</sup> day of August, 2009, by DARRELL FITZGERALD, [ ] who is personally known to me or [ ] who has produced Georgia Driver's License as identification and who did/did not take an oath.

26<sup>th</sup> WITNESS my hand and official seal in the State and County last aforesaid, this day of August, 2009.



  
Notary Signature

Jimmy Rodriguez  
Print Notary Name

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF ~~LEON~~ OKALOOSA

RB

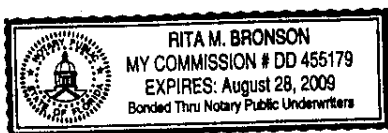
THE FOREGOING INSTRUMENT was acknowledged before me this 26<sup>th</sup> day of August, 2009, by ROBERT O. CHARLES, ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 26<sup>th</sup> day of August, 2009.

Rita M. Bronson  
Notary Signature

RITA M. BRONSON  
Print Notary Name

(SEAL)



STATE OF FLORIDA  
COUNTY OF OKALOOSA

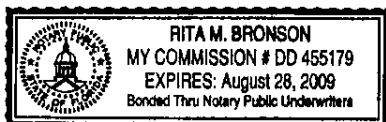
THE FOREGOING INSTRUMENT was acknowledged before me this 26<sup>th</sup> day of August, 2009, by ROGER GODWIN, ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 26<sup>th</sup> day of August, 2009.

Rita M. Bronson  
Notary Signature

RITA M. BRONSON  
Print Notary Name

(SEAL)



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF Okaloosa

THE FOREGOING INSTRUMENT was acknowledged before me this 26<sup>th</sup> day of August, 2009, by CHARLES CLARY, III, ☒ who is personally known to me or [ ] who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 26<sup>th</sup> day of August, 2009.

Rita M. Bronson  
Notary Signature

(SEAL)

RITA M. BRONSON  
Print Notary Name



STATE OF FLORIDA  
COUNTY OF Okaloosa

THE FOREGOING INSTRUMENT was acknowledged before me this 26<sup>th</sup> day of August, 2009, by PATRICK BALLASCH, ☒ who is personally known to me or [ ] who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 26<sup>th</sup> day of August, 2009.

Rita M. Bronson  
Notary Signature

(SEAL)

RITA M. BRONSON  
Print Notary Name





**REGISTERED AGENT'S CERTIFICATE**

STATE OF FLORIDA  
COUNTY OF LEON ~~OKALOOSA~~  
RD


Pursuant to the provisions of Section 608.507 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida. The name of the limited liability company is THE FITZGERALD CHARLES GROUP, LLC.

The name of the registered agent for THE FITZGERALD CHARLES GROUP, LLC, is ROBERT O. CHARLES and the street address of the company's principal office where the agent is located is 803 Shannon Street, Tallahassee, Florida 32305.

This statement is to acknowledge that, as indicated above, THE FITZGERALD CHARLES GROUP, LLC, has appointed me, ROBERT O. CHARLES, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

  
ROBERT O. CHARLES

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of August, 2009, by ROBERT O. CHARLES, agent on behalf of THE FITZGERALD CHARLES GROUP, LLC, a limited liability company. He ☒ is personally known to me or [ ] has produced \_\_\_\_\_ as identification.

  
Notary Signature

(SEAL)

RIITA M. BRONSON  
Print Notary Name

