

L09000086952

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

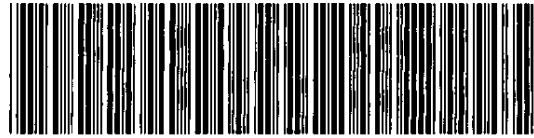
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500160277035

09/08/09--01017--024 \*\*155.00

FILED

09 SEP - 8 PM 2:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

SEP - 9 2009

EXAMINER

***Kevin M. Helmich, P.A.***

***Attorney at Law***

*Post Office Box 5499  
4481 Legendary Drive, Suite 200  
Destin, Florida 32540*

Kevin M. Helmich, Esquire  
Board Certified Wills, Trust & Estates Lawyer

Telephone: (850) 650-4747  
Facsimile: (850) 837-5187  
E-Mail: [helmich@destin-law.com](mailto:helmich@destin-law.com)

September 3, 2009

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
09 SEP - 8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

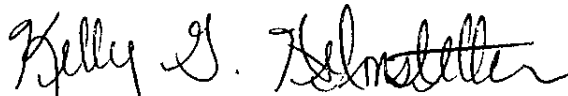
*Re: Articles of Organization / Banning Strategic Consulting, L.L.C.*

To Whom It May Concern:

Please find enclosed Articles of Organization on behalf of the above entity along with a check in the amount of \$155.00 for filing and certified copy fee.

Please return all correspondence concerning this matter to the above address. If you have any questions or require additional information, please contact me at your earliest convenience.

Sincerely,



Kelly G. Helmstetter,  
Paralegal to Kevin M. Helmich, Esquire

/kgh

Enclosures: as stated above.

**ARTICLES OF ORGANIZATION  
OF  
BANNING STRATEGIC CONSULTING, L.L.C.**

**FILED**  
09 SEP - 8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers hereby form a Limited Liability Company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be Banning Strategic Consulting, L.L.C.

**ARTICLE II  
DURATION**

This Limited Liability Company shall have perpetual existence.

**ARTICLE III  
PURPOSE AND POWERS**

This Limited Liability Company is organized for the purpose of real estate investment, consulting services, together with conducting any and all other lawful business not in conflict with the statutes of the State of Florida. This Limited Liability Company shall have all powers enumerated in Chapter 608 mentioned above.

**ARTICLE IV  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business of the Limited Liability Company is at 1226 Deerwood Drive, Miramar Beach, Florida 32550. The mailing address of the Limited Liability Company is 1226 Deerwood Drive, Miramar Beach, Florida 32550.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Limited Liability Company is 4481 Legendary Drive, Suite 200, Destin, Florida 32541. The name of the initial registered agent at that address is Kevin M. Helmich, Esquire.

**ARTICLE VI  
QUORUM**

A quorum of the Managing Members consists of a majority (51% or over) of the total number of Managing Members.

Prepared by: Kevin M. Helmich, P.A.  
Post Office Box 5499  
Destin, Florida 32541  
850.650.4747 (office)  
850.650.8090 (facsimile)

**ARTICLE VII**  
**MANAGEMENT ACTION**

A majority of the Managing Members of the company entitled to vote, represented in person or by proxy, shall be required for all management action.

**ARTICLE VIII**  
**MANAGEMENT**

The management will consist of one (1) managing member. The names and addresses of the initial managing member of the Limited Liability Company are as follows:

Max Banning  
1226 Deerwood Drive  
Miramar Beach, Florida 32550

All persons above shall name management.

**ARTICLE IX**  
**COMPENSATION OF MANAGING MEMBERS**

Compensation of management will be determined by unanimous vote of the Managing Members.

**ARTICLE X**  
**MANAGEMENT MEETINGS**

No action by management can be taken without a meeting of the Managing Members or the unanimous written consent of the Managing Members. All regularly scheduled management meetings must be preceded by at least two (2) days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all Managing Members waive such notice in writing.

**ARTICLE XI**  
**SPECIAL MEETINGS**

All special meetings of the Managing Members must be preceded by at least two (2) days notice of meeting, setting forth the date, time, place and purpose of the meeting unless all Managing Members waive such notice in writing.

**ARTICLE XII**  
**MEMBERSHIP MEETINGS**

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

FILED  
09 SEP - 8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
09 SEP - 8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE XIII**  
**INITIAL MEMBERS**

The names and addresses of the members of this Limited Liability Company are as follows:

Banning Strategic Consulting, Inc.  
1226 Deerwood Drive  
Miramar Beach, Florida 32550

**ARTICLE XIV**  
**ADDITIONAL MEMBERS**

The members of the Limited Liability Company shall have the right to admit additional members upon unanimous written consent of the members of the company existing at that time.

**ARTICLE XV**  
**DISPOSAL OF ASSETS**

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by unanimous vote of the members.

**ARTICLE XVI**  
**DISSOLUTION**

Upon the death, retirement, resignation, expulsion or dissolution of any member of this Limited Liability Company or the occurrence of any other event, which terminates the continued membership of a member of the Limited Liability Company, the Limited Liability Company shall be terminated unless the business is continued by the consent of all remaining members.

**ARTICLE XVII**  
**TRANSFER OF INTEREST**

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management.

**ARTICLE XVIII**  
**REDEMPTION OF INTEREST**

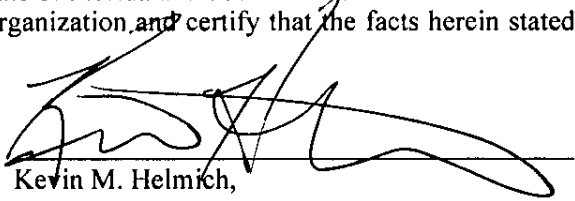
Should any member decide to resign from the company, and desires to sell his, her, or its entire interest in the company, that member shall first offer the interest to the remaining members of the company.

**ARTICLE XIX**  
**AMENDMENT OF REGULATIONS**

The power to amend the Regulations is reserved exclusively to the unanimous vote of the members.

Prepared by: Kevin M. Helmich, P.A.  
Post Office Box 5499  
Destin, Florida 32541  
850.650.4747 (office)  
850.650.8090 (facsimile)

IN WITNESS WHEREOF, the undersigned, being a member hereinbefore named, has hereunto set his hand and seal on this 4th day of September, 2009 for the purpose of forming a Limited Liability Company to do business both within and without the State of Florida and does make and file in the Office of the Secretary of State of Florida these Articles of Organization, and certify that the facts herein stated above are true.

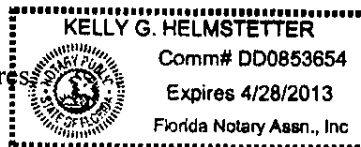
  
Kevin M. Helmich,  
Organizer

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 4th day of September, 2009 and who personally appeared Kevin M. Helmich, who is personally known to me and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 4th day of September, 2009.

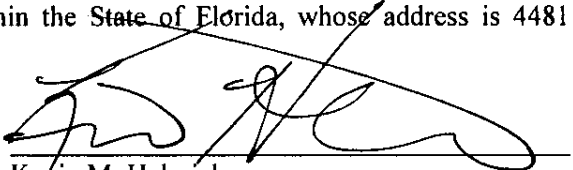
My commission expires



  
Notary Public

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

Pursuant to Section 608.415, Florida Statutes, the following is submitted: Banning Strategic Consulting, L.L.C., desiring to organize under the laws of the State of Florida with its principal place of business at 1226 Deerwood Drive, Miramar Beach, Florida, 32550, has named Kevin M. Helmich, Esquire as its agent to accept service of process within the State of Florida, whose address is 4481 Legendary Drive, Suite 200, Destin, Florida 32541.

  
Kevin M. Helmich,  
Organizer

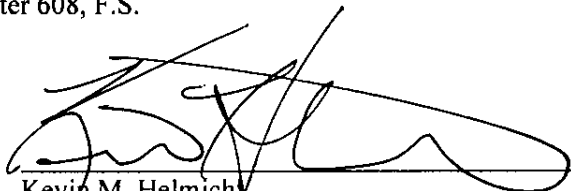
Prepared by: Kevin M. Helmich, P.A.  
Post Office Box 5499  
Destin, Florida 32541  
850.650.4747 (office)  
850.650.8090 (facsimile)

**FILED**  
09 SEP -8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Having been named as registered agent and to accept service of process for the above named Limited Liability Company at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relative 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.


Dated this 4th day of September, 2009.

  
Kevin M. Helmich  
Registered Agent

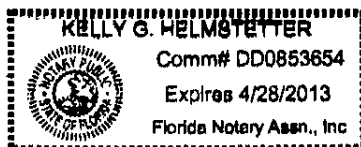
STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before this 4th day of September, 2009 and who personally appeared Kevin M. Helmich, who is personally known to me and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 4th day of September, 2009.

  
Notary Public

My commission expires:



FILED  
09 SEP -8 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Prepared by: Kevin M. Helmich, P.A.  
Post Office Box 5499  
Destin, Florida 32541  
850.650.4747 (office)  
850.650.8090 (facsimile)