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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W09-44159
OCT - 5 2009

J. BRYAN

OCT - 7 2009

EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: KRISH, 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:

Hugh A. Davis, II
Name of Person

Davis & Kirste, P.L.
Firm/Company

803 E. Dixie Ave
Address

Leesburg, FL 34748
City/State and Zip Code

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

For further information concerning this matter, please call:

Hugh A. Davis, II at (**352**) **326-3455**
Name of Person 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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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 5, 2009

HUGH A. DAVIS, II
DAVIS & KIRSTE, P.L.
803 E. DIXIE AVE.
LEESBURG, FL 34748

SUBJECT: KRISH, LLC
Ref. Number: W09000044159

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TALLAHASSEE, FLORIDA

We have received your document for KRISH, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is #P08000037656, KRISH CORPORATION.

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) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 409A00032091

**ARTICLES OF ORGANIZATION OF
KRISH. A.P., LLC**

ARTICLE I – NAME

1.1 The name of this entity is **KRISH. A.P., LLC**.

1.2 The street address of the principal office of the **KRISH. A.P., LLC** is **210 South 14th Street, Leesburg, Florida 34748.**, and the mailing address is the same.

ARTICLE II - DURATION

2.1 Existence of the Association shall commence with the filing of these Articles of Organization with the Secretary of State, Tallahassee, Florida. This Limited Liability Company shall have perpetual existence, unless earlier terminated as provided in Section 608.441 (1), Florida Statutes.

ARTICLE III - PURPOSE

3.1 This Limited Liability Company is organized under Chapter 608, Florida Statutes, for the purpose of transacting any and all lawful business.

ARTICLE IV – MANAGEMENT

4.1 This Limited Liability Company shall be managed by or under the authority of its members in proportion to their contributions to the capital of the Limited Liability Company as adjusted from time to time to properly reflect any additional contributions or withdrawals of the members.

4.2 The Operating Agreement may establish one or more classes or groups of one or more members having the relative rights, powers and duties, including voting

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rights, as set forth in the Regulations. The rights, powers or duties of a class or group of members may be senior to those of one or more existing class or groups of members.

4.3 All matters of this Limited Liability Company management shall be by the vote of the Members. The names and addresses of the current members are:

1. Amitkumar B. Patel
2. Dipali A. Patel
3. Vipulkumar B. Patel
4. Deepaben V. Patel

Except as expressly provided in the Operating Agreement, no member shall by reason of holding a membership interest in the Limited Liability Company have a preemptive, preferential or other right to acquire any additional or greater membership interest in the company or any right to subscribe to or acquire any additional or greater membership interest in the company (or any security of the company convertible into or carrying such a right).

ARTICLE V – INITIAL REGISTERED OFFICE AND REGISTERED AGENT

5.1 The street address of the initial registered office of this Limited Liability Company is **210 South 14th Street, Leesburg, Florida 34748**.

5.2 The name of the initial registered agent of this Limited Liability Company is **Amitkumar B. Patel**, who has signed a Certificate of Acceptance attached to these Articles of Organization to indicate his acceptance.

ARTICLE VI – OWNERSHIP INTEREST/TRANSFERABILITY

6.1 Each member's status as a member of the Limited Liability Company shall be evidenced by a certificate executed by all members of the Limited Liability

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Company. The Limited Liability Company shall maintain a register of its members and the address at which each desires notices and reports to be mailed.

6.2 No member's interest in the Limited Liability Company may be transferred except in strict compliance with this Paragraph and the Operating Agreement. To accomplish a transfer, a member shall give notice of his request for a transfer together with a Transfer Request Fee of \$10.00 payable to the Limited Liability Company. The request for transfer shall designate the identity of the proposed transferee, his official address, and his Social Security number or other identifying federal tax number.

ARTICLE VII – LIMITED LIABILITY

7.1 Except as and to the extent the Regulations specifically provide otherwise, a member, or agent of the members, shall not be liable for the debts, obligations or liabilities of the Limited Liability Company including under a judgment, decree or order of a court. Any repeal or modification of the Article or the Regulations of the personal liability of a member or agent of the members of the Limited Liability Company at the time of the repeal or modification shall not effect the liability of the member unless the member agrees to same.

ARTICLE VIII – DEATH/RESIGNATION, EXPULSION, BANKRUPTCY, DISSOLUTION OF A MEMBER, OR OTHER ACT TERMINATING A MEMBER

8.1 Death, Resignation, Etc. of a Member. Unless the Operating Agreement provides otherwise, if a Member dies, resigns, becomes bankrupt, dissolves, or if the existence of a Member that is a corporation or other legal entity terminates (the "Incapacitated Member"), or other act of dissolution occurs under Section 608.441(1), Florida Statutes, the Company shall be dissolved six (6) months after the event unless: (a)

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The Company is continued by the consent of a majority in interest (as such term interpreted for purposes of Section 301.7701-2(b)(1) of the Treasury Regulations) of the remaining Members; and (b) Either there are at least two remaining Members, or a new member is admitted to the Company. If the business of the Company is continued, a Majority in Interest of the remaining Members shall elect either to: (i) permit the Incapacitated Member's successor-in-interest to continue as an Assignee or substitute Member, or (ii) cause the Limited Liability Company to redeem the interest of the Incapacitated Member on the terms set forth in the Operating Agreement. If the Incapacitated Member's successor-in-interest is permitted to continue as an Assignee or substitute Member, then the successor-in-interest is permitted to continue as an Assignee or substitute Member, then the successor-in-interest shall be liable for the Incapacitated Member's obligations arising under this Agreement and the Act. The rights of the Incapacitated Member or his successors-in-interest shall be as set forth in the Operating Agreement of the Limited Liability Company.

ARTICLE IX – CONFLICTS

9.1 Any contract or other transaction between the Limited Liability Company and one or more of its members or employees in which they are interested, directly or indirectly, or between the Limited Liability Company and any corporation or association of which one or more of its members or employees have an interest, directly or indirectly shall be valid for all purposes notwithstanding the presence of the member at the meeting of the members that act upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and

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reasonable as to the Limited Liability Company at the time it is authorized by the members. The Section is intended to expand the ability of the Limited Liability Company to conduct business with interested parties and shall not be construed to invalidate any contract of other transaction that would otherwise be valid under the common and statutory law applicable to it.

ARTICLE X – AMENDMENT OF ARTICLES

10.1 Amendment of these Articles shall require the assent of two-thirds (2/3) of the votes cast by the Members at a duly called and held meeting of the Limited Liability Company voting in favor of the proposed Amendment.

The undersigned affirms under penalties of perjury that the foregoing facts set forth in these Articles are true.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 18th day of October, 2009 and certifies to the truth of the facts herein.

Amitkumar B. Patel
Amitkumar B. Patel, A Member

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..

Acceptance by Registered Agent:

Amitkumar B. Patel
Amitkumar B. Patel

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