

LD9000109446

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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Special Instructions to Filing Officer:

L. SELLERS

NOV 18 2009

EXAMINER

~~10/22/09~~

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Gibbs Law Office, PLLC
info@gibbslawFL.com

5237 Summerlin Commons Blvd.
www.gibbslawFL.com

Fort Myers, FL 33907
Ph. 239-415-7495

October 20, 2009

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Filing of Articles of Organization: TOUCH OF COLOR, LLC

Dear Sir/Madam:

The enclosed Articles of Organization and fee(s) are submitted for filing. Please return all correspondence concerning this matter to the following:

GIBBS LAW OFFICE, PLLC
5237 SUMMERLIN COMMONS BLVD.
Fort Myers, FL 33907
Ph. 239-415-7495
Fx. 239-275-2137
info@gibbslawFL.com
www.gibbslawFL.com

For further information concerning this matter, please call Steven J. Gibbs, Esq. at (239) 415-7495

Enclosed is check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee & Certificate of Status

☐ \$155.00 Filing Fee & Certified Copy

☐ \$160.00 Filing Fee, Certificate of Status

(additional copy is enclosed)

& 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
Tallahassee, FL 32301

Sincerely,

Steven J. Gibbs, Esq.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2009

GIBBS LAW OFFICE, PLLC
5237 SUMMERLIN COMMONS BLVD.
FORT MYERS, FL 33907

SUBJECT: TOUCH OF COLOR, LLC
Ref. Number: W09000047350

We have received your document for TOUCH OF COLOR, 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 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.

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.

The document number of the name conflict is P98000006535.

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) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 709A00033851



Gibbs Law Office, PLLC
info@gibbslawFL.com

5237 Summerlin Commons Blvd.
www.gibbslawFL.com

Fort Myers, FL 33907
Ph. 239-415-7495

November 9, 2009

Attn: Leslie Sellers
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Revision of Articles of Organization: TOUCH OF COLOR PAINTING, LLC

Dear Leslie:

In response to your letter dated October 23, 2009, I spoke with a representative in your office who verified that the name: Touch of Color Painting, LLC, is available and acceptable. The enclosed Articles of Organization reflect the name change. Thank you for your assistance with this matter.

Sincerely,



Steven L. Gibbs, Esq.

**ARTICLES OF ORGANIZATION
OF
TOUCH OF COLOR PAINTING, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I - Name

The name of the Limited Liability Company is: TOUCH OF COLOR PAINTING, LLC

ARTICLE II - Address

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

8610 Belle Meade Drive
Fort Myers, FL 33908

ARTICLE III - Purpose

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV – Duration and Existence; Effective Date

The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida.

ARTICLE V – Continuation of Limited Liability Company

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued relationship of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

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TALLAHASSEE FLORIDA

ARTICLE VI - Registered Office and Registered Agent

The Company hereby (i) designates 8610 Belle Meade Dr., Fort Myers, Florida 33908, as the street address of the Company's registered office, and (ii) names Steven Tackitt, as the Company's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII – Management and Authority

The Company shall be a manager-managed company. Pursuant to Fla. Stat. Sec. 608.4235, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability solely by virtue of being a member.

ARTICLE VIII – Indemnification

(a) The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for action taken in the capacity of such person as director or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by on or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Company by action of its board of managers, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its board of managers, in its sole discretion may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by on or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of managers, the authority granted to the board of managers in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Company relating thereto.

Touch of Color Painting, LLC

By: 

Ross Quigley, Incorporator

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TALLAHASSEE FLORIDA

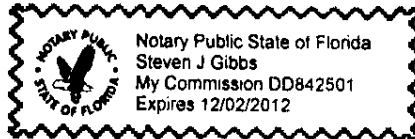
ACKNOWLEDGMENT

STATE OF Florida)
)ss.
COUNTY OF Lee)

On this November 9, 2009, before me, Steven J. Gibbs, a notary public, qualified for said county, personally came Ross Quigley as Incorporator, who provided a driver's license and was shown to be the identical person who signed the foregoing instrument and acknowledged the execution thereof to be his voluntary act and deed.




Notary Public



ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization and to comply with the provisions of Chapter 608, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with and accepts the obligations or such position.

Dated: November 09, 2009

By: 
Print Name: STEVEN MacKitt
Registered Agent