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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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EXAMINER



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December 1, 2009

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

Nickdev Holdings II, LLC

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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	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF ORGANIZATION
OF
NICKDEV HOLDINGS II, LLC

The undersigned hereby certifies that the Members have associated together for the purpose of becoming a Limited Liability Company under Florida Statutes Chapters 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

ARTICLE I.
NAME

The name of the Limited Liability Company shall be NickDev Holdings II, LLC.

ARTICLE II.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of November 23, 2009.

ARTICLE III.
ADDRESS; PRINCIPAL OFFICE

The mailing address of the Limited Liability Company and the street address of the principal office Limited Liability Company is 9170 Oakhurst Road, Suite 1, Seminole, Florida 33776.

ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 150 2nd Avenue North, Suite 1100, St. Petersburg, Florida 33701, and the name of its initial registered agent at such address is Thomas B. Smith.

ARTICLE V.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of Florida.

**ARTICLE VI.
RESTRICTIONS ON TRANSFER OF MEMBERSHIP;
RIGHT TO ADMIT ADDITIONAL MEMBERS**

A Member's interest in the Limited Liability Company may not be sold or otherwise transferred except with the written consent of all of the Members of the Limited Liability Company and must be otherwise in accordance with the Operating Agreement of this Limited Liability Company.

Admission of new Members requires the approval of all of the Members of the Limited Liability Company. Contributions required of new Members shall be determined as of the time of admission to the Limited Liability Company in accordance with the Operating Agreement of this Limited Liability Company.

The ownership interests and voting rights and interests of the Members shall be determined in accordance with the Operating Agreement of this Limited Liability Company.

**ARTICLE VII.
CONTINUATION**

Upon 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 upon affirmative vote of a majority of the remaining Members who hold voting interests.

**ARTICLE VIII.
OPERATING AGREEMENT**

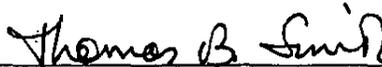
The Voting Members of the Limited Liability Company shall have the power to adopt, alter, amend, or repeal Operating Agreement which may contain any provisions for the regulation and management of the affairs of the Limited Liability Company that are not inconsistent with applicable law or these Articles of Organization.

**ARTICLE IX.
AMENDMENT**

These Articles of Organization may be amended by an affirmative vote of all of the Members and other approvals in accordance with the Operating Agreement of the Limited Liability Company.

The undersigned, being the Authorized Representative of one of the Members of Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of NickDev Holdings II, LLC.

Executed by the undersigned on December 1, 2009.

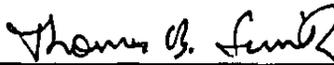


Thomas B. Smith

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the NickDev Holdings II, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 1st day of December, 2009.



Thomas B. Smith