

L10000000302

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

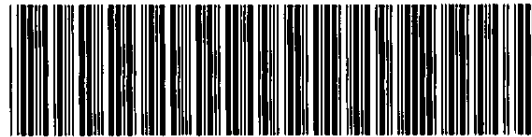
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900164097419

01/05/10--01001--019 **125.00

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2010 JAN -4 PM 3:39
NOT FORWARDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

B. KOHR
JAN - 5 2010
EXAMINER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 JAN -4 PM 4:43

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bronx & Brooklyn, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 JAN -4 PM 4:43

Signature _____

Requested by: SETH

01/04/09 1:00

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
✓ ____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
✓ ____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

Articles of Organization of the Bronx & Brooklyn, LLC

A Florida Limited Liability Company

Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer, desires to form a limited liability company pursuant to the Laws of the State of Florida by delivering in duplicate to the Secretary of State of the State of Florida these Articles of Organization, in accordance with the provisions of Florida, hereinafter referred to as the "Act".

Section 1.02 Name

The name of the limited liability company, referred to as the "Company", is:

Bronx & Brooklyn, LLC,
A Florida Limited Liability Company

Section 1.03 Duration

The Company shall exist for a perpetual duration from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, unless dissolved according to law.

Section 1.04 Objects and Purposes

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: to carry on and engage in and conduct any lawful business or investment activities, and exercise all of the powers, rights and privileges which a limited liability company organized under the Act may have and exercise.

Section 1.05 Principal Place of Business

The principal place of Business of the Company is:

Physical Address:
1962 Indian Trails
Lakeland, Florida 33813

Mailing Address:
1962 Indian Trails
Lakeland, Florida 33813

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 JAN -6 PM 4:43

Section 1.06 Registered Agent and Registered Office

The name of the initial registered agent is Daniel Medina, P.A., a Florida professional association and the original registered addresses are as follows:

Physical Address:
902 South Florida Avenue
Suite 101
Lakeland, Florida 33803

Mailing Address:
902 South Florida Avenue
Suite 101
Lakeland, FL 33803

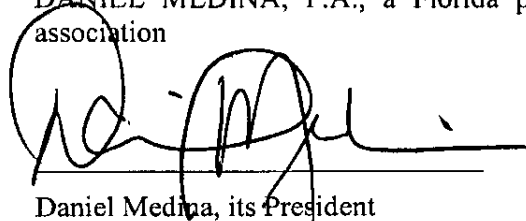
Section 1.07 Registered Agent Consent

I, Daniel Medina, president of Daniel Medina, P.A., a Florida professional association, accept the appointment as agent of Bronx and Brooklyn, LLC, a Florida Limited Liability Company, upon whom process, notices and demands may be served, whose principal place of business and records are located at the address stated above. I understand that as agent it will be Daniel Medina, P.A.'s responsibility to receive service of process, to forward mail, and to immediately notify the Office of the Secretary of State in the event of my resignation or any changes in the Registered Office Address.

Dated: December 1, 2009.

Registered Agent

DANIEL MEDINA, P.A., a Florida professional
association



Daniel Medina, its President

Section 1.08 Name and Address of Organizer

Barry H. Ellingburg: 1962 Indian Trails Lakeland, Florida 33813

Section 1.09 Contributions

The members of the Company shall contribute to the capital of the Company pursuant to the Operating Agreement of the Company. Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Operating Agreement.

Section 1.10 Additional Members

The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement

Section 1.11 Continuation of Business

In the event of the death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy, of a Member, or the occurrence of an event, which terminates the continued membership of a Member in the Company, the remaining Members and Managers of the Company shall have the right to continue the business of the Company in accordance with the terms of the Operating Agreement. In the event that the remaining Members and Managers fail to continue the business of the Company in accordance with the terms of the Operating Agreement, the Company shall be dissolved and liquidated in accordance with the provisions of the Act and the Operating Agreement.

Section 1.12 Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Managers and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members and Managers of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

Section 1.13 Management

The business of the Company shall be conducted under the management of its Managers who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Manager will be set forth in the Operating Agreement. The name and address of the initial Managers are:

Barry H. Ellingburg
1962 Indian Trails
Lakeland, Florida 33813

Ellen G. Ellingburg
1962 Indian Trails
Lakeland, Florida 33813

The name of additional members include:

Justin H. Ellingburg
1962 Indian Trails
Lakeland, Florida 33813

Section 1.14 Indemnification and Liability

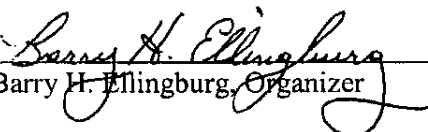
The Company may, as determined by the Managers of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the Act and the Operating Agreement of the Company.

Section 1.15 Transferability of Interest

No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF the undersigned forms this limited liability company on this date:

Executed on December 1, 2009


Barry H. Ellingburg, Organizer