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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APR 26 2010

EXAMINER

L10-34213

LAW OFFICE OF
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ESTATE PLANNING - TRUSTS
PROBATE - GUARDIANSHIP

April 20, 2010

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

RE: VIP PRO TRANSPORTATION, LLC

Dear Sir or Madam:

Enclosed for filing please find an original and copy of the Amended and Restated Articles of Organization regarding the above-captioned LLC. A check in the amount of \$25.00 is enclosed for your fee. Please return a copy in the enclosed self-addressed stamped envelope.

Thank you.

Sincerely,



Eric S. Mashburn

ESM/lw
encs.

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TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
VIP PRO TRANSPORTATION, LLC

The undersigned, for the purpose of amending and restating the Articles of Organization of **VIP PRO TRANSPORTATION, LLC** have duly executed these Amended and Restated Articles of Organization pursuant to the provisions of §608.411, *Florida Statutes*, and state:

- A. The limited liability company's present name is **VIP PRO TRANSPORTATION, LLC**.
- B. The Articles of Organization for the limited liability company were originally filed March 29, 2010, under the name **VIP PRO TRANSPORTATION, LLC**.
- C. The effective date of these Amended and Restated Articles of Organization shall be the date of filing.

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE 1 - Name

The name of the limited liability company shall be **VIP PRO TRANSPORTATION, LLC** (hereinafter "Company").

ARTICLE 2 - Address of Company

The mailing address of the Company is 427 Rainbow Springs Terrace, Royal Palm Beach, FL 33411, and the street address of the principal office of the Company is 427 Rainbow Springs Terrace, Royal Palm Beach, FL 33411.

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TALLAHASSEE FLORIDA

ARTICLE 3 - Initial Registered Office and Agent, and Agent's Signature

The name and street address of the initial registered agent of the Company is

Eric S. Mashburn, Esquire
102 East Maple Street
Winter Garden, FL 34787

Having been named as the 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 that 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, Fla. Stat.


Eric S. Mashburn, Registered Agent

ARTICLE 4 - Managers

Subject to the limitations set forth in the Operating Agreement, if any, the business and affairs of the Company shall be managed by two Managers, appointed in accordance with the Operating Agreement of the Company, who may exercise all powers of the Company and perform or authorize the performance of all lawful acts which are not otherwise prohibited by law, the Operating Agreement or these Articles of Organization. All acts of the Managers within the scope of their authority shall be binding on the Company. Each Manager shall be required to be a Member of the Company or the appointed agent of a Member, but shall not be required to be a resident of the State of Florida. The Company shall initially be managed by two Managers. The method of appointing, removing and replacing such managers shall be prescribed by the Operating Agreement. The number of managers may be increased or decreased from time to time by the Operating Agreement. The names and street addresses of the initial Managers who shall hold office until the first annual meeting of Members or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
MICHAEL R. NEWMAN	3810 Oaktree Lane Midlothian, TX 76065
JOHN R. BLANK	427 Rainbow Springs Terrace Royal Palm Beach, FL 33411

*ARTICLE 5 -Term of Existence
and Members Rights to Continue Business*

The Company shall commence its corporate existence on the date these Articles of Organization are filed by the Florida Department of State, and shall be perpetual thereafter until dissolved by the unanimous agreement of all Members. The death, bankruptcy or dissolution of a Member shall not cause the dissolution of the Company, and the business of the Company shall continue without the consent of any of the remaining Members.

ARTICLE 6 - Purposes and Powers

The general purpose for which the Company is organized is operate a transportation business, and to transact any and all lawful business which a limited liability company may be organized under the laws of the State of Florida and of the United States. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 7 - Amendment to Articles

These Articles of Organization may only be amended by two thirds of the members by capital account.

**In accordance with section 608.408(3), Florida Statutes,
the execution of this affidavit constitutes an affirmation
under the penalties of perjury that the facts stated herein
are true.**

Dated this 20 day of April, 2010.


MICHAEL R. NEWMAN, Member

JBR VENTURES, LLC, Member

By: 
JOHN R. BLANK, Its Manager

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TALLAHASSEE FLORIDA