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10 JUN 15 PM 2:17

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B. KOHR

JUN 17 2010

EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: BLUE EDGE CAPITAL, 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:

CHARLES L. COOPER, JR.

Name of Person

BRYANT MILLER OLIVE P.A.

Firm/Company

101 NORTH MONROE STREET, SUITE 900

Address

TALLAHASSEE, FL 32301

City/State and Zip Code

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

For further information concerning this matter, please call:

PAMELA BAILEY, FRP

Name of Person

at (850)

222-8611

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
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| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$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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DIVISION OF CORPORATIONS
10 JUN 15 PM 3:37

ARTICLES OF ORGANIZATION
OF
BLUE EDGE CAPITAL, LLC

FILED
STATE DEPT. OF STATE
DIVISION OF CORPORATIONS
10 JUN 15 PM 3:37

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

1. NAME

The name of the limited liability company is BLUE EDGE CAPITAL, LLC (hereinafter referred to as the "Company").

2. PERIOD OF DURATION

The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:

- (i) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act; or
- (ii) By the mutual written agreement of a majority in capital interest of the Members; or
- (iii) As otherwise provided for in a written Operating Agreement executed by all of the members of the Company (each a "Member" and, collectively, the "Members").

3. PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all

of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. ADDRESS OF PLACE OF BUSINESS

The mailing address and the street address of the place of business for the Company is 14196 Cuddy Loop, #102, Woodbridge, Virginia 22193. Such address may be changed from time to time as provided in the Operating Agreement.

5. REGISTERED AGENT

The initial registered agent in Florida for the Company is Erwin Howard Slutsky, and the initial registered office is located at 604 N. Volusia Avenue, Orange City, Florida 32763.

6. MEMBERS

The Company shall have at least one (1) Member, and may admit additional Members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement. The initial Members shall be: Randy Neal Freeburg, Margaret Hunt Freeburg, Sylvia Grace Van Dyke, and Craig Steven Friberg.

7. CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members (if any) of the Company.

8. MANAGEMENT

The management of the Company shall be through one or more Managers. The initial Manager shall be Randy Neal Freeburg. Said Manager shall serve until the earlier to occur of: (i) his resignation; (ii) his death or mental incapacity; or (iii) his removal by the vote of the Members holding at least fifty-one percent (51%) of the outstanding membership interest in the Company.

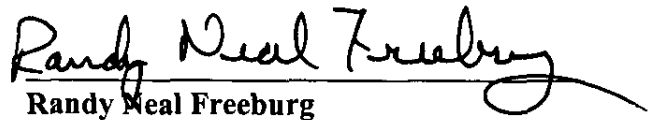
Each Manager shall have the powers and authority expressly provided for under the Operating Agreement. The Members may appoint any additional and (or) successor Manager(s) in the manner provided for in the Operating Agreement. (For purposes hereof, a person will be deemed mentally incapacitated only if such person is adjudged to be mentally incapacitated by a court of competent jurisdiction.)

9. **INDEMNIFICATION**

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any Member or former Member to the full extent permitted under the Florida Limited Liability Company Act.

Executed at Woodbridge, Virginia, this 14th day of June, 2010.

**MANAGER AND MEMBERS'
AUTHORIZED REPRESENTATIVE:**


Randy Neal Freeburg

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BLUE EDGE CAPITAL, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by BLUE EDGE CAPITAL, LLC.

Executed this 14th day of June, 2010.

REGISTERED AGENT:

Erwin Howard Slutsky
Erwin Howard Slutsky