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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

C. LEWIS

JUL 20 2010

EXAMINER

Michael D. Chiumento  
Michael D. Chiumento III  
Paul M. Guntharp, Jr.



CHIUMENTO  
& GUNTARP, P.A.  
ATTORNEYS AT LAW

145 City Place, Suite 301  
Palm Coast, FL 32164  
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July 13, 2010

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: H.D. Davis, LLC

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization for H.D. Davis, LLC, together with our firm's check in the amount of \$155.00 representing your filing fee. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

Karolyn Sheekey  
Asst. to Michael D. Chiumento III

encl.

ARTICLES OF ORGANIZATION  
FOR  
H.D. DAVIS, L.L.C.  
a Florida Limited Liability Company

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2010 JUL 19 PM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, an authorized representative of a Member, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I - NAME**

The name of this company shall be H.D. DAVIS, L.L.C.

**ARTICLE II - DURATION\CONTINUATION**

The period of this company's duration shall continue for a period of twenty-five years from the date hereof or until terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued with the consent of all the remaining members.

**ARTICLE III - ADDRESS OF PRINCIPAL OFFICE**

The street and mailing address is 3 Vilano Court, Palm Coast, FL 32137.

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this company is as follows: Michael D. Chiumento III, Chiumento & Guntharp, PA, 145 City Place, Suite 301, Palm Coast, FL 32164.

**ARTICLE V - MEMBERS**

The initial members of the limited liability company are as follows:

Sandra Heber	3 Vilano Court Palm Coast, FL 32137
Blair Brimmer	3 Vilano Court Palm Coast, FL 32137
Susan Pereira	2757 Longford Drive San Jose, CA 95132

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Baxter Brown

602 Broadway  
T or C, New Mexico 87901

2010 JUL 19 PM 3:10

Kerry Brimmer

879 Paetsch Lane  
Mosinee, WI 54455

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of all of the Members of the Company in the manner set forth in the regulations of this Company.

#### **ARTICLE VII - MANAGEMENT**

The business of the Company shall be managed by a manager or managers and is, therefore, a manager-managed Company. The managers are as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Sandra Heber	3 Vilano Court Palm Coast, FL 32137
Blair Brimmer	3 Vilano Court Palm Coast, FL 32137

#### **ARTICLE VIII - AMENDMENT**

Any amendments to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

#### **ARTICLE IX - INDEMNIFICATION**

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any

such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred by this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

#### **ARTICLE X - REGULATIONS OF COMPANY**

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

#### **ARTICLE XI - INFORMAL ACTION OF MEMBERS**

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

#### **ARTICLE XII - TRANSFER OF MEMBER'S INTEREST**

An interest of a Member in the Company may not be transferred or assigned unless all the remaining Members of the Company approve of such transfer or assignment by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member has hereunto set his hand and seal this 14 day of July, 2010.

  
MICHAEL D. CHIUMENTO, III  
Authorized Representative of a Member

Having been named as 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 this 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.

  
MICHAEL D. CHIUMENTO, III  
REGISTERED AGENT  
DATE: July 14, 2010

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