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| John C. Gesch, P. A.  Alloney at Law  2393 South Congress Avenue Surte 206 West Palm Beach, Florida 33406 |
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SECRETARY OF STATE
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ARTICLES OF ORGANIZATION TALLAHASSEE, FLORIDA

# PALMS POOL SERVICES, LLC

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 PALMS POOL SERVICES, LLC.

# **ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company are 6140 Michael Street, Jupiter, Florida 33458.

### **ARTICLE III - DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the regulations.

# <u>ARTICLE IV - REGISTERED OFFICE AND AGENT</u>

The name and street address of the registered agent of the company in the state of Florida are:

PETER C. MARCELLO, JR.

6140 Michael Street Jupiter, Florida 33458

### <u>ARTICLE V - CAPITAL CONTRIBUTIONS</u>

The members of the company shall contribute to the capital of the company the cash or property as follows:

PETER C. MARCELLO, JR., and TAMARA L. MARCELLO, his wife, as tenants by the entirety

\$1,000.00

# <u>ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS</u>

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

### ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

### ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

### <u>ARTICLE IX - MANAGEMENT</u>

The company shall be managed by a manager or managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

The name and address of the initial manager of the company are:

PETER C. MARCELLO, JR.

6140 Michael Street Jupiter, Florida 33458

# ARTICLE X - OWNERSHIP UNITS

PETER C. MARCELLO, JR., and TAMARA L. MARCELLO, his wife, as tenants by the entirety

1,000

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at West Palm Beach, Palm Beach County, Florida, on January 14, 2011.

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TAMARA L. MARCELLO

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 14<sup>th</sup> day of January, 2011, by PETER C. MARCELLO, JR., and TAMARA L. MARCELLO, who ( ) are personally known to me or

 $(\sqrt{\ })$  produced their valid Florida driver's licenses as identification.

Notary Public, State of Florida

(seal)

NOTARY PUBLIC-STATE OF FLORIDA
John C. Gesch
Commission # DD954126
Expires: JAN. 22, 2014
BONDED THRU ATLANTIC BONDING CO, INC.

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, PALMS POOL SERVICES, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is PALMS POOL SERVICES, LLC.
- 2. The name and street address of the registered agent in Florida are:

PETER C. MARCELLO, JR. 6140 Michael Street Jupiter, Florida 33458

The undersigned, being the person named in the articles of organization of PALMS POOL SERVICES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

PETER C. MARCELLO//JR.

Registered Agent