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J. SAULSBERRY
EXAMINER

FEB 23 2011

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February 18, 2011

Registration Section
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

RE: TAYLOR FARMS DEVELOPMENT, LLC
Our file: CTB-869

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TALLAHASSEE, FLORIDA

Ladies and Gentlemen:

Enclosed are the Articles of Organization for the referenced limited liability company.

I have also enclosed our check in the amount of \$130.00 to cover the filing fee and certificate of status for the limited liability company.

Should you have any questions, or need anything further, please do not hesitate to call.

Yours truly,



Linda G. Isaac, Legal Asst. to
JAMES C. TAYLOR

/lgi

enclosure

**ARTICLES OF ORGANIZATION
OF
TAYLOR FARMS DEVELOPMENT, LLC**

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The undersigned certifies that the purpose of these Articles is to form a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be TAYLOR FARMS DEVELOPMENT, LLC, and the mailing address and street address of the principal office shall be 4686 Windstarr Drive, Destin, FL 32541, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes but specifically to develop residential and/or commercial real estate in Okaloosa County, Florida.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the law of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any

manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or

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permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

NOTWITHSTANDING ANY PROVISION TO THE CONTRARY SET FORTH HEREIN, THIS LLC SHALL NOT BE AUTHORIZED TO ORIGINATE LOANS OR OTHERWISE BORROW FUNDS THAT WOULD RESULT IN A MORTGAGE LIEN ATTACHING TO THE REAL PROPERTY OWNED BY TAYLOR FARMS DEVELOPMENT, LLC.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the managing member of this limited liability company.

ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its sole member who may be referred to herein or in the Regulations or other documents regarding this limited liability company as "manager") whose name and address is as follows:

NAMES

BRUCE HOULE

ADDRESSES

**4686 Windstarr Drive
Destin, FL 32541**

ARTICLE V MEMBERSHIP RESTRICTIONS

The managing member shall not have the right to admit new members or otherwise sell an equity position in this LLC.

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A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all mortgagees holding a lien against real property owned by the LLC.

ARTICLE VI PROFITS AND LOSSES

(a) *Distribution of Profits.* The sole member, Bruce Houle, shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company and the payment in full of the promissory note executed by the LLC to the purchase money mortgagees who hold a mortgage lien on the sole real property asset of the LLC.

(b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by Bruce Houle.

ARTICLE VII DURATION

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VIII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 4300 Bayou Blvd., Suite 16, City of Pensacola, County of Escambia, State of Florida, and the name of the company's initial registered agent at that address is James C. Taylor.

The undersigned certifies that this instrument constitutes the proposed Articles of Organization of TAYLOR FARMS DEVELOPMENT, LLC.

Executed by the undersigned at Crestview, Okaloosa County, Florida, on the 15th day of February, 2010.

Bruce Houle
BRUCE HOULE

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 15 day of February 2010, by Bruce Houle, member, on behalf of TAYLOR FARMS DEVELOPMENT, LLC, who is personally known to me or who has produced _____ as identification.

Tether Marie Copcock
NOTARY PUBLIC



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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA

COUNTY OF OKALOOSA


Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is TAYLOR FARMS DEVELOPMENT, LLC.

The name of the registered agent for TAYLOR FARMS DEVELOPMENT, LLC, is James C. Taylor, and the street address of the company's principal office where the agent is located is 4300 Bayou Blvd., Suite 16, Pensacola, FL 32503.

This statement is to acknowledge that, as indicated above, TAYLOR FARMS DEVELOPMENT, LLC, has appointed me, James C. Taylor, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

DATED this 17th day of February, 2010.


JAMES C. TAYLOR, Registered Agent

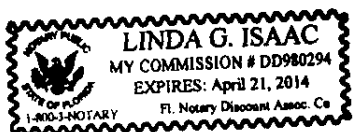
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STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 17th day of FEBRUARY, 2010, by James C. Taylor, agent on behalf of TAYLOR FARMS DEVELOPMENT, LLC, who is personally known to me.




NOTARY PUBLIC