

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H11000144508 3)))



H110001445083AVCY

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.  
Doing so will generate another cover sheet.**

Total

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : STRICKLAND & DONADIO, LLC  
Account Number : I20100000033  
Phone : (386) 763-5083  
Fax Number : (386) 763-5085

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: FRAMENPHOTOWORKS@CFL.RR.COM

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 JUN - 6 AM 9:38

卷之三

RECEIVED

111 JUL-6 PK 3:53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA LIMITED LIABILITY CO.  
J R KELLER, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

D. BRUCE

JUN 07 2011

## EXAMINER

## Electronic Filing Menu

## Corporate Filing Menu

Help



June 6, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

STRICKLAND & DONADIO, LLC

SUBJECT: J R KELLER, LLC  
REF: W11000030584

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce  
Regulatory Specialist II

FAX Aud. #: H11000144508  
Letter Number: 311A00013695

11 JUN -6 AM 9:38  
REGISTRY OF STATE  
TALLAHASSEE, FLORIDA

FILED

H110001445083

### ARTICLES OF ORGANIZATION OF J R KELLER, LLC

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company under the Limited Liability company law of Florida.

#### Article I: Name of Limited Liability Company

The name of the limited liability company is J R KELLER, LLC.

#### Article II: Principal Place of Business

The address of the company's principal place of business in this state is 153 Harpers Ferry Drive, Daytona Beach, Florida 32119.

#### Article III: Registered Agents

##### 3.1 Name and Status of Registered Agent

The name of the registered agent for service of process in Florida is Gregory L. Keller.

##### 3.2 Address of Registered Agent

The address of the registered agent for service of process is 153 Harpers Ferry Drive, Daytona Beach, Florida 32119.

#### Certificate of Designation of Registered Agent and Registered Office

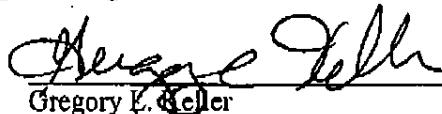
Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the state of Florida.

1. The name of the limited liability company is: **J R Keller, LLC**
2. The name and the Florida street address of the registered agent is:

Gregory L. Keller  
153 Harpers Ferry Drive  
Daytona Beach, FL 32119

REG'D  
STATE OF FLORIDA  
6/6/2011  
AM 9:45 AM  
6:30 PM  
8:30 PM

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.

  
\_\_\_\_\_  
Gregory L. Keller

6/6/2011

Date

#### Article IV: State Government as Registered Agent

The Secretary of State is hereby appointed the agent of J R KELLER, LLC for service of process if

H110001445083

H110001445083

the registered agent has resigned, the registered agent's authority has been revoked, or the agent cannot be found or served with the exercise of reasonable diligence. The address within Florida to which the Secretary of State shall mail a copy of any process against J R KELLER, LLC is 153 Harpers Ferry Drive, Daytona Beach, Florida 32119.

**Article V: Name and Address of Each Organizer**

The name and business address of each organizer is:

Name	Address
GREGORY L. KELLER	153 HARPERS FERRY DRIVE DAYTONA BEACH, FLORIDA 32119

**Article VI: Perpetual Duration**

The period of duration of J R KELLER, LLC is indefinite until dissolved or otherwise terminated.

**Article VII: Form of Management**

The management of J R KELLER, LLC shall be vested pursuant to an operating agreement in the following managers, who shall be appointed by the members. The names and street addresses of the managers are:

Name	Address
GREGORY L. KELLER	153 HARPERS FERRY DRIVE DAYTONA BEACH, FLORIDA 32119

**7.1 Indemnification**

(a) The company shall indemnify every manager, and the manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this limited liability company.

(b) This indemnification is being given because the manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.

(c) This indemnification is not exclusive of other rights to which the manager(s) may be entitled.

(d) The manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.

(e) A manager shall be liable to the company for the following actions:

(1) Any breach of his or her duty of loyalty to the company, or to its members;

H110001445083

H110001445083

- (2) An act or omission that was taken in bad faith and which constitutes a breach of the Manager's duty to the company by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law;
- (3) A transaction in which the manager benefits to the detriment of the company or its members.
- (4) An action for which the manager is liable at law and for which an indemnification is not allowed.

#### **Article VIII: Purpose**

J R KELLER, LLC has been formed for the following purposes: general business purposes, including the holding of mortgages and other debt instruments as a creditor for the benefit of the members, and to conduct or promote any lawful business or purpose permitted by the laws of Florida.

#### **Article IX: Right To Continue Business**

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in J R KELLER, LLC, the remaining members have the right under the operating agreement to continue the business of J R KELLER, LLC.

#### **Article X: Tax Treatment**

J R KELLER, LLC is intended to be treated as a limited liability company for purposes of federal income taxation.

#### **Article XI: Certificate of Membership**

A member's interest in J R KELLER, LLC may be evidenced by a certificate of membership interest signed by the President and Secretary/Treasurer, which may be assigned or transferred. The right to assign or transfer a member's interest in J R KELLER, LLC is limited by the provisions set forth in the Operating Agreement.

#### **Article XII: Capital and Additional Members**

Members shall not be required to make additional contributions to the capital of the company. Additional members shall be admitted upon the written consent of all the members. There are no preemptive rights on behalf of any Member.

Executed by the undersigned organizer on June 6, 2011.

**ORGANIZER:**

By:



GREGORY L. KELLER

14 JUN - 6 AM 9:30  
RECEIVED  
FLORIDA  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA  
FILED

H110001445083

Jun. 6. 2011 4:54PM LAW OFFICE STRICKLAND & DONADIO

No. 0787 P. 5

H110001445083

STATE OF FLORIDA )

COUNTY OF VOLUSIA )

This instrument was acknowledged before me on this 6th day of June, 2011 by GREGORY L. KELLER.

Gail Johnson  
Gail Johnson, Notary Public

My Commission Expires: February 18, 2012



F I L E D

14 JUN -6 AM 9:38  
NOTARY PUBLIC  
TALLAHASSEE, FLORIDA

H110001445083