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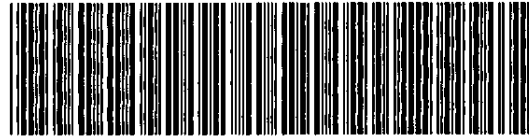
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

JUN 29 2011

EXAMINER

**BRASHEAR, MARSH & McCARTY P.L.**  
*C o u n s e l o r s   A t   L a w*

926 N.W. 13TH STREET  
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BRUCE BRASHEAR, JD  
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JAMIE L. GOBLE, JD  
PETER C. FOCKS, JD  
LISA C. ELLIOTT, JD

June 23, 2011

\* Florida Bar Board Certified Tax Lawyer  
† Florida Bar Board Certified Real Estate Lawyer  
‡ Supreme Court Certified Circuit Court Mediator

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

RE: O2B FRANCHISING, LLC

Gentlemen:

Please find the original and one (1) copy of the Articles of Organization for the above-referenced limited liability company, as well as our check in the amount of \$155.00 representing the following:

Filing Fee	\$ 100.00
Certificate Designating Resident Agent	25.00
Certified Copy of Articles of Organization	30.00

After filing the original Articles of Organization, please certify the enclosed copy and return same to this office.

Sincerely,

BRASHEAR, MARSH & McCARTY, P.L.

By: 

Carrie Fagan, Paralegal

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
O2B FRANCHISING, LLC**

The undersigned members adopt the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

**ARTICLE I  
NAME OF COMPANY**

The name of the limited liability company is O2B Franchising, LLC (the "Company").

**ARTICLE II  
PERIOD OF DURATION**

The Company shall have a perpetual existence unless terminated in accordance with Chapter 608, Florida Statutes or the terms of the Company's Operating Agreement then in effect.

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The address of the Company's principal office and mailing address is 106 N.W. 33<sup>rd</sup> Court, Suite A, Gainesville FL 32607. The name and address of the Company's initial registered agent in the State of Florida is Peter Andrew Sherrard, Jr., 106 N.W. 33<sup>rd</sup> Court, Suite A, Gainesville FL 32607.

**ARTICLE IV  
REQUIREMENTS FOR ADMISSION OF ADDITIONAL MEMBERS**

Additional persons may be admitted to the Company as members and membership interests may be created and issued by the manager of the Company in accordance with the Operating Agreement then in effect.

**ARTICLE V  
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the first to occur of the following:

- (a) The unanimous written consent of all the Company's members; or
- (b) The termination of the Company in accordance with Chapter 608, Florida Statutes, or
- (c) The terms of the Company's Operating Agreement then in effect.

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**ARTICLE VI  
MANAGEMENT**

The Company will be managed by the Managers in accordance with the Company's regulations. The names and business addresses of the Managers are as follows:

<u>Name</u>	<u>Address</u>
Peter Andrew Sherrard, Jr.	106 N.W. 33 <sup>rd</sup> Court, Suite A Gainesville FL 32607
Danny H. Stevens II	106 N.W. 33 <sup>rd</sup> Court, Suite A Gainesville FL 32607

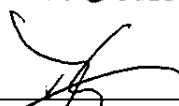
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**ARTICLE VII  
PURPOSE**

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

IN WITNESS WHEREOF, THE FOLLOWING MEMBERS HAVE EXECUTED THESE ARTICLES OF ORGANIZATION ON THIS 21 DAY OF June, 2011.

  
\_\_\_\_\_  
**PETER ANDREW SHERRARD, JR.**  
President, Four Kids Investments, Inc.

  
\_\_\_\_\_  
**DANNY H. STEVENS II**  
Vice President, Four Kids Investments, Inc.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is O2B FRANCHISING, LLC.
2. The name and address of the registered agent and office is:

Peter Andrew Sherrard, Jr.  
106 N.W. 33<sup>rd</sup> Court, Suite A  
Gainesville FL 32607

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.



\_\_\_\_\_  
**PETER ANDREW SHERRARD, JR.**  
**Registered Agent**

Date: \_\_\_\_\_

6/21/11

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