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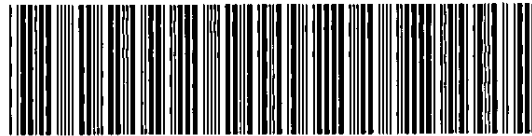
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J. BRYAN

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EXAMINER



*Reply To: Jacksonville*

November 18, 2011

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RE: Articles of Organization for McDonald, Miller & Coleman, LLC**

Dear Sir or Madam:

Enclosed please find Articles of Organization for McDonald, Miller & Coleman, LLC, along with the statement of registered agent for filing and check for the appropriate filing fee and certified copy of same.

Sincerely,

Howard A. Caplan

HAC:rmc  
Enclosures

***See Things Differently\****

**BRADENTON**  
1001 Third Avenue West  
Suite 670  
Bradenton, Florida 34205  
0004481-1  
p | 941-708-4040 • f | 941-708-4024

**JACKSONVILLE**  
245 Riverside Avenue  
Suite 150  
Jacksonville, Florida 32202  
p | 904-353-6410 • f | 904-353-7619

**TALLAHASSEE**  
315 South Calhoun Street  
Suite 830  
Tallahassee, Florida 32301  
p | 850-222-5702 • f | 850-224-9242

**WEST PALM BEACH**  
515 North Flagler Drive  
Suite 1500  
West Palm Beach, Florida 33401  
p | 561-640-0820 • f | 561-640-8202

ARTICLES OF ORGANIZATION  
OF  
MCDONALD, MILLER & COLEMAN, LLC

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The undersigned organizer a natural person competent to contract, and authorized representative of the initial members hereof, hereby presents these Articles for the formation of a limited liability company under the Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I

The name of the Company is McDonald, Miller & Coleman, LLC.

ARTICLE II

The Company will exist perpetually.

ARTICLE III

The principal office, and the mailing address, of the Company initially will be at 713 - 45<sup>th</sup> Street West, Bradenton, FL 34209-3936. The principal office may be moved to any address that the members may choose. But the principal office will be in the State of Florida. The mailing address is the same as the principal office address.

ARTICLE IV

The registered office will be and the registered agent at that same address are:

Agent

David L. McDonald

Registered Office Address

45<sup>th</sup> Street West, Bradenton, FL 34209-3936

ARTICLE V

Admission of new members will be as set forth in the Operating Agreement of the Company.

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#### ARTICLE VI

The death, incapacity, retirement, resignation, expulsion, bankruptcy, dissolution, or occurrence of any other event that terminates the continued membership of a member will not prevent the remaining members from continuing to operate the Company.

#### ARTICLE VII

Overall management of the Company is reserved to the members of the Company. The members appoint the following persons to be the initial managers, who will have the power and authority set forth in the operating agreement of the Company:

<u>Name</u>	<u>Address</u>
David L. McDonald	713 – 45 <sup>th</sup> Street West, Bradenton, FL 34209-3936
Sandra C. McDonald	713 – 45 <sup>th</sup> Street West, Bradenton, FL 34209-3936

#### ARTICLE VIII

The general nature of the business that will be transacted by the Company is any legally permissible activity, including consulting.

#### ARTICLE IX

The members intend to operate the Company as a Subchapter S entity for federal tax purposes.

#### ARTICLE X

No contract or other transaction between the Company and any other company will be affected by the fact that any member of this Company is interested in or is a member of the other company. Every person who may become a member of the Company is relieved from any liability that might otherwise exist from contracting with the Company for the benefit of the member or any firm, association, or company in which the

member may be interested in any way.

ARTICLE XI

The Company will have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a health insurance plan, or other retirement or incentive compensation plans. The Company will have the power to make loans, secured or unsecured, to its Members, providing said members are active participants in the operation of the Company.

ARTICLE XII

The Company will indemnify any and all persons who serve, or have served at any time as member, manager, or managing member of the Company, and may indemnify any person who is or was an employee or agent of the Company. Indemnification will be subject to the general standards for managers and managing members, as set forth in the Act.

ARTICLE XIII

The name and address of the organizer and person signing these Articles of Organization are:

Name

Address

Howard A. Caplan

245 Riverside Ave., Suite 150, Jacksonville, FL 32202

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization, this 15th day of November, 2011.

  
Howard A. Caplan

ACKNOWLEDGMENT AND ACCEPTANCE  
OF REGISTERED AGENT

Having been named to accept service of process for the company at the place designated in the Articles of Organization to which this is attached, I accept to act in this capacity, and agree to comply with the provisions of law relative to keeping open the office at the address set forth in the Articles.

Dated this 14<sup>th</sup> day of November, 2011.

  
David L. McDonald

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