

L11000/43010

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

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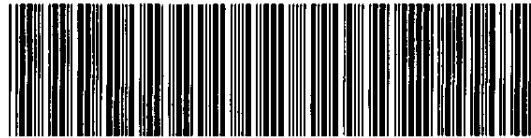
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LOUIS C. ANDERSON, J.D., LLC
Corporate Center-by-the-Sea
224 Commercial Boulevard, Suite 310
Lauderdale-by-the-Sea, FL 33308-4443
954.772.8050 • Fax: 954.491.3739
e-mail: lou@anderlaw.com
www.anderlaw.com

16 December 2011

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Via Federal Express

Re: ***Articles of Organization***
BW Shaw Consulting Group, LLC

Dear Sir or Madam:

Please find enclosed the following documentation for the purpose of creating the above limited liability company:

1. Articles of Organization.
2. Certificate of Designation of Registered Agent.
3. Our Trust account check to the "Florida Department of State" in the amount of \$125.00, representing the filing fee (\$100.00) and Designation of Registered Agent fee (\$25.00).

Please file the Articles and send your letter of acknowledgment in the enclosed, self addressed, stamped envelope. Thank you for your assistance.

Sincerely,

LOUIS C. ANDERSON, J.D., P.L.

LOUIS C. ANDERSON, ESQ.

LCA/jmc

Enclosures

cc: Barry W. Shaw, Managing Member

Articles of Organization of BW Shaw Consulting Group, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Limited Liability Company Act the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. **Name.**

The name of the limited liability company is **BW Shaw Consulting Group, LLC** (hereinafter referred to as the "Company").

2. **Company Existence**

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles of Organization with the Florida Department of State.

3. **Address of Place of Business.**

The mailing address for the Company is 6161 SW 20th Street Plantation, FL 33317, and the street address of the place of business for the Company is 6161 SW 20th Street Plantation, FL 33317. These addresses may be changed from time to time as provided in the Operating Agreement.

4. **Registered Agent.**

The initial registered agent in Florida for the Company is BARRY W. SHAW, and the initial registered office is located at 6161 SW 20th Street, Plantation, FL 33317.

5. **Purpose and Power.**

The Company shall be formed for the principal purpose of providing consulting services and advice regarding business, banking, and finance, and for any other lawful purposes. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, to make loans and purchase and sell businesses, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company, or as otherwise provided in the Operating Agreement.

The initial manager who shall serve until his successor is elected or qualified is:

BARRY W. SHAW.

10. Real Estate Documents.

All conveyances, mortgages of and leases relating to real property, and all promissory notes, mortgages, security agreements and other documents pertaining to loans made by the Company shall be executed by a Member-Manager (or President or Vice President), and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by a Member-Manager (or President or Vice President).

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11. Amendment of Articles of Organization.

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

12. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

13. Informal Action Of Members.

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Member -Manager of the Company as part of its records).

14. Limitation on Agency Authority of Members.

Pursuant to section 608.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

15. Liability.

None of the members of the Company are to be liable for its debts and obligations.

Executed at Fort Lauderdale, Florida, on DEC 16, 2011

**BW Shaw Consulting Group, LLC,
a Florida limited liability company**

By: 

Barry W. Shaw, Managing Member

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2011 DEC 19 PM 4:14
SECRETARY OF STATE
FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me on December 16
2011, by **Barry W. Shaw**, as Managing Member of **BW Shaw Consulting Group, LLC**,
who is personally known to me.

Carey Ann Toner
Notary Public - State of Florida
Print Name: _____

(Seal)

NOTARY PUBLIC-STATE OF FLORIDA
Carey Ann Toner
Commission # DD798765
Expires: JUNE 29, 2012
BONDED THRU ATLANTIC BONDING CO., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.403(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Signature of Registered Agent

Barry W. Shaw

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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