

L12000002705

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : MACFARLANE FERGUSON & MCMULLEN (CLEARWATER)
Account Number : 071005001001
Phone : (727) 441-8966
Fax Number : (727) 442-8470

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

Email Address: jpr@macfar.com

FLORIDA LIMITED LIABILITY CO.
855 Pine, LLC

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$130.00

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EXAMINER

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**ARTICLES OF ORGANIZATION
OF
855 PINE, LLC**

The undersigned hereby certifies that it has formed a limited liability company under the State of Florida.

ARTICLE I

Name

The name of the limited liability company shall be: **855 PINE, LLC**

ARTICLE II

Address and Place of Business

The mailing address and principal place of business for the limited liability company is:

**855 PINE, LLC
c/o Acme Sponge and Chamois Co.
855 East Pine Street
Tarpon Springs, FL 34688**

ARTICLE III

Period of Duration

The limited liability company shall begin existence on the day of filing, and shall continue into dissolved in a manner provided by law or by operating agreement adopted by the Member of the limited liability company.

Prepared by: J. Paul Raymond, Esq.
P. O. Box 1669
Clearwater, FL 33757
(727) 441-8966
Fla. Bar No. 169268

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ARTICLE IV

Purposes

The limited liability company may only engage in the following activities:

- (a) To acquire that parcel of property commonly referred to as 855 Pine Street, Springs, county of Pinellas, state of Florida;
- (b) To own, hold, lease to Acme Sponge & Chamois Co., and mortgage such property to Whitney Bank;
- (c) To borrow \$1,000,000.00 from Whitney Bank and to issue a note and other documents to evidence and secure said loan; and,
- (d) To exercise all powers enumerated by Florida Statutes Chapter 608 necessary and appropriate or convenient to the conduct, promotion or attainment of the business purposes and activities described above.

ARTICLE V

Registered Office and Registered Agent

The street address of the limited liability company's initial registered office is 625 Court Street, Suite 200, Clearwater, FL 33756 and the initial registered agent at such address is J. Paul Raymond. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

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ARTICLE VII

Management

The management of the limited liability company shall be by its Sole Member, Acme Sponge & Chamois Co, through its duly authorized officers and agents.

ARTICLE VIII

Continuity of Business

Upon the repayment of the loan to Whitney Bank, the property of the Company shall be conveyed to its sole member and this entity shall dissolve as soon as practically appropriate to wind up and liquidate its business.

ARTICLE IX

Restrictions on Membership

No new members shall be admitted to the limited liability company except with the written approval of its sole Member. Additional restrictions and conditions on membership may be set forth in Operating Agreement adopted by the members.

ARTICLE X

Operating Agreement

The member of the limited liability company shall adopt an Operating Agreement of the members pertaining to the regulation, management and affairs of the limited liability company, provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be modified in the manner specified in the Operating Agreement except as otherwise limited by the laws of the State of Florida.

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ARTICLE XI

Amendment

These Articles of Organization may be amended from time to time as set forth in the Operating Agreement and only with the consent of the sole Member.

IN WITNESS WHEREOF, the undersigned, J. Paul Raymond, as the authorized representative of the initial Member, has executed these Articles of Organization this 5th day of January, 2012.

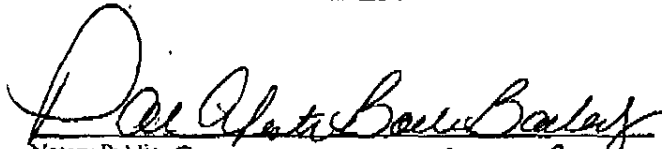


**J. PAUL RAYMOND, Authorized Representative
of the initial Member**

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **J. PAUL RAYMOND**, to me personally known to be the individual described in and who executed the foregoing instrument or who has produced N/A as identification and who did take an oath and acknowledged before me that he executed the same for the purposes therein expressed and in the capacity so stated.

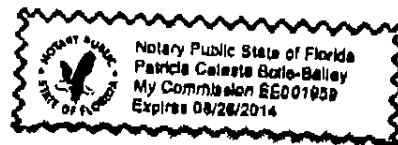
WITNESS my hand and official seal at Clearwater, said County and State, this 5th day of January, 2012.



Notary Public

Print Name: Patricia Celeste Bate-Balley

My Commission Expires: _____



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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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:

855 PINE, LLC
2. The name and address of the registered agent and office is:

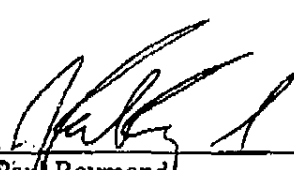
J. Paul Raymond
625 Court Street
Suite 200
Clearwater, Florida 33756

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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.

Dated this 5 th day of January, 2012.



J. Paul Raymond

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