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T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: OTOITO, LLC

Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian M Rowland

Name of Person

Brian Rowland, P.A.

Firm/Company

P.O. Box 56047

Address

Jacksonville, FL 32241

City/State and Zip Code

brian@brianrowland.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Brian Rowland

Name of Person

at (904) 352-1945

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

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

BRIAN ROWLAND, P.A.

Business | Real Estate | Intellectual Property

BRIAN M. ROWLAND

Attorney at Law

Licensed in Florida and Georgia

Post Office Box 56047
Jacksonville, FL 32241

(904) 352 1945 (ofc)
(866) 709 1748 (fax)

Brian@BrianRowland.com

12 FEB 27 AM 11:26

ARTICLES OF ORGANIZATION

OF

OTOITO, LLC

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I NAME

The name of this limited liability company shall be **OTOITO, LLC** (hereinafter, the "Company").

ARTICLE II DURATION

Unless earlier terminated pursuant to the Act or the Operating Agreement of the Company, the period of duration of the Company shall be perpetual commencing on the date of filing of these Articles with the Florida Department of State.

ARTICLE III ADDRESS

The mailing address and the street address of the principal office of this Company shall be 141 Summerfield Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE IV PURPOSE

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE V
REGISTERED AGENT

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The initial registered office of this Company shall be 220 East Forsyth Street, Suite C, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Brian Rowland, P.A.

ARTICLE VI
MANAGEMENT OF THE COMPANY

This Company will be a **member-managed** company managed by one or more of its members in accordance with and subject to the requirements of the Act and any duly adopted operating agreement of this Company. The initial member-manager named in this Article VI below shall also be the chief executive officer and president of the Company. The member-manager may designate a secretary and/or treasurer who shall not be a manager but who shall have the authority normally associated with these positions under corporate law. If there are more than one member of the Company, the members, at a meeting of the members held not less than annually, shall designate the member-manager(s) who shall also be members, and the positions that such member-managers will hold. No member, by mere virtue of his, her, its or their membership, shall have the power or authority to bind the Company to any agreement; to pledge, encumber or transfer any asset; or incur any debt, on behalf of the Company, other than the duly elected and appointed member-manager(s). **The initial member-manager shall be John Paul Kane.**

ARTICLE VII
INDEMNIFICATION

Except as expressly provided in a duly adopted operating agreement, the Company shall indemnify any member, manager, or former member or manager to the fullest extent permitted under the Act.

ARTICLE VIII
CONTINUATION 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.

ARTICLE IX MEMBERSHIP AND INTEREST

Ownership in the Company shall be in the form of interest which shall be subject to such transfer, membership and other restrictions; and additional terms and conditions, all as set forth in any duly adopted operating agreement of the Company.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with § 608.407 of the Act.

Dated: February 21, 2012

By: 

Brian M. Rowland
Authorized Representative for
John Paul Kane, Member

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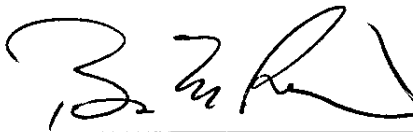
**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

OTOITO, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates BRIAN ROWLAND, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 220 East Forsyth Street, Suite C, Jacksonville, Florida 32202.

OTOITO, LLC

Dated: February 21, 2012

By: 

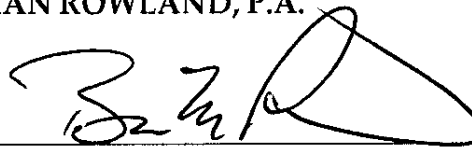
Brian M. Rowland
Authorized Representative for
John Paul Kane, Member

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Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, we hereby agree to accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

DATED this 21ST day of February, 2012.

BRIAN ROWLAND, P.A.

By: 

Brian M. Rowland, President