

Division of Corporations

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
HEYDENKIM LLC

Certificate of Status	0
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Page Count	09
Estimated Charge	\$25.00

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Corporate Filing Menu

Help

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HeyDenKim LLC
Name of Limited Liability Company

Dear Sir or Madam:

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

Please return all correspondence concerning this matter to the following:

Charles PT Phoenix

Name of Person

PFP Corporate Services LLC

Firm/Company

2407 Periwinkle Way, Suite 8

Address

Sanibel, FL 33957

City/State and Zip Code

dm@phoenixfile.com

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

For further information concerning this matter, please call:

Debbie Miller

Name of Person

at (239)

461-0101

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy

CR2E062 (08/05)

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ARTICLES OF CORRECTION
FOR
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY

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12 OCT -3 AM 10:09
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TALLAHASSEE, FLORIDA

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

FIRST: The name of the limited liability company is:

HeyDenKim LLC

SECOND: The articles of organization or the application to transact business

(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)

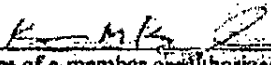
X Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

1. Acceptance of Appointment as Resident Agent of Aden Enterprises LLC should read "Acceptance of Appointment of Registered Agent of HeyDenKim LLC".
2. Aden Enterprises LLC Membership Listing should read "HeyDenKim LLC Membership Listing".

OR

Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows: N/A

Dated: 3 October 2012.


Signature of a member or authorized representative of a member

Kevin M Kimbrough

Typed or printed name of signer

Filing Fee: \$25.00

Certified Copy: \$30.00 (optional)

(1196-1196.00) 00065695 ((H12000241682 3)))

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**ARTICLES OF ORGANIZATION
For a Domestic Limited Liability Company**

Pursuant to the laws of the State of Florida, to wit Chapter 608, Florida Statutes, the undersigned executes the following articles ("Articles") for purposes of forming a limited liability company ("the Company"):

ARTICLE I

The name of the limited liability company is:

HeyDenKim LLC

ARTICLE II

The principal office shall be located at
**678 Bayway Boulevard
Clearwater Beach, FL 33767**

The mailing address is
**678 Bayway Boulevard
Clearwater Beach, FL 33767**

ARTICLE III

The initial registered agent is
PFP Corporate Services LLC

Service of process may be made on the registered agent at
2407 Parkwilde Way, Unit 6, in the City of Sanibel, County of Lee, State of Florida,
with the postal zip code being 33957.

ARTICLE IV

The Company may engage in any activity permitted by the Florida Limited Liability Company Act, as well as the other laws of the State of Florida, subject always to limitations of all other jurisdictions in which the Company acts.

ARTICLE V

The Company shall adopt an operating agreement that conforms to these Articles by unanimous consent of the initial members ("Operating Agreement"). The Operating Agreement shall always be construed to conform to these Articles or, if any paragraph or section of the Operating Agreement cannot be reasonably construed to conform to these Articles, each offensive paragraph and/or section of the Operating Agreement shall be stricken as if it had never been adopted into the Operating Agreement so that the Operating Agreement conforms to these Articles. The Operating Agreement shall otherwise be amendable and may address matters the Articles do not specifically preclude. This Article controls all contradictory provisions of the other Articles, if any.

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TALLAHASSEE, FLORIDA

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ARTICLE VI

The Company shall act under the direction of the managers (each a "Manager"); always pursuant to these Articles and the Operating Agreement.

ARTICLE VII

Except because of the provisions governing the admittance of new Members by unanimous vote, each Member shall have preemptive rights to purchase membership interests pursuant to any offering by the Company in cash pro rata based on the Member's membership interest in proportion to the collective membership interests of all the Members prior to the offering.

The Operating Agreement will contain mandatory cash call provisions as specified in the Operating Agreement, as amended.

Except as provided in the Operating Agreement, the membership interests may be further limited in that all membership interests, including every portion thereof, may be subject to the Company's or the Members' rights of first refusal as expressed in the Operating Agreement.

The membership interests are further limited in that all Members must be natural persons and citizens of the United States of America. Each Member must consent to an election to be treated as an association taxable as a corporation within the meaning of Subchapter S of the Internal Revenue Code of 1986, as amended, ("IRC") by executing all documents necessary to effect the IRC Subchapter S election if the Members vote by a majority to make an IRC Subchapter S election.

The membership interests shall have no other limitations other than those specifically mandated by the Florida Limited Liability Company Act or as specified in these Articles or the Operating Agreement.

ARTICLE VIII

Members may, by a majority vote, compel the Company to make distributions of specified amounts and property, and at specified times.

No withdrawing Member is entitled to receive any distribution or the value of the Member's Membership Interest as a result of withdrawal from the Company prior to the Company's liquidation, except as specifically provided in the Operating Agreement.

No Member is entitled to the return of, or interest on, that Member's capital contributions, except as otherwise provided in the Operating Agreement.

ARTICLE IX

The Company shall exist in perpetuity, unless dissolved pursuant to the Florida Limited Liability Company Act or as provided in the Operating Agreement.

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TALLAHASSEE, FLORIDA

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ARTICLE X

All documents evidencing membership interests shall clearly bear legends indicating that the membership interests are issued subject to restrictions on transferability, in reliance upon the existence of exemptions from federal and state securities laws, and with other rights, limitations, preferences and elections as expressed in these Articles.

ARTICLE XI

Additional Members may be admitted to the Company upon the written consent of the Members representing all of the Company's membership interests.

ARTICLE XII

The Articles may only be amended, superseded or repealed upon the unanimous vote, or unanimous, written, affirmative consent, of all of the Members.

ACKNOWLEDGMENT

I, an authorized representative of the Company, and without personally assuming or ratifying any prior contracts or promises made on behalf of the Company by any person or entity prior to the Company's formation, if any, execute these Articles this 26 day September 2012.


Kevin M. Kimbrough

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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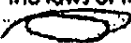
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ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT OF
Aden Enterprises LLC

I hereby accept the appointment as resident agent as designated in the attached Articles. I am familiar with and accept the obligations mandated by Chapter 608, Florida Statutes that are associated with the appointment.

PFP Corporate Services LLC, a limited liability company
formed under the laws of the State of Florida

By: 
Charles PT Phoenix, its Manager

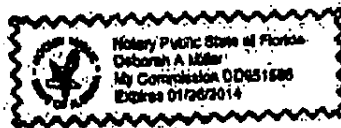
State of Florida

County of Lee

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Charles PT Phoenix, Manager of PFP Corporate Services LLC, on behalf of the company, is known to me to be the person who executed this Acceptance of Appointment as Resident Agent.

Witness my hand and official seal this 26 day of September 2012.


Notary Deborah A Miller



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TALLAHASSEE, FLORIDA

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Adrian Enterprises LLC
Membership Listing

The Initial Managing Member of the Company is:

Kevin M. Kimbrough.