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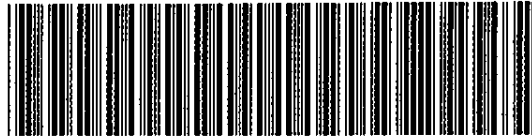
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2012 OCT 19 AM 10:05

C. LEWIS

OCT 22 2012

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: K and D Consulting of Tallahassee, 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:

Charles L. Cooper, Jr., Esq.

Name of Person

Bryant Miller Olive P.A.

Firm/Company

101 N. Monroe Street, Suite 900

Address

Tallahassee, Florida 32301

City/State and Zip Code

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

For further information concerning this matter, please call:

Pamela Bailey

Name of Person

at (850) 222-8611

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

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**ARTICLES OF ORGANIZATION
OF
K AND D CONSULTING OF TALLAHASSEE, LLC**

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

1. NAME.

The name of the limited liability company is K and D Consulting of Tallahassee, LLC (hereinafter referred to as the "Company").

2. PERIOD OF DURATION

The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:

- (i) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act; or
- (ii) By the mutual written agreement of the members holding a majority of the outstanding ownership interests in the Company; or
- (iii) As provided for in a written Operating Agreement executed by all of the members of the Company (each a "Member" and, collectively, the "Members").

3. PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the 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.

4. ADDRESS OF PLACE OF BUSINESS

The initial mailing address and street address of the place of business for the Company is 1708 Chestnut Hill, Tallahassee, Florida 32312. Such address may be changed from time to time as provided in the Operating Agreement.

5. REGISTERED AGENT

The initial registered agent in Florida for the Company is Kevin R. Wall, and the initial registered office is located at 1708 Chestnut Hill, Tallahassee, Florida 32312.

6. MEMBERS

The Company shall have one (1) or more Members. The Operating Agreement shall set forth the rights, duties and obligations of the Members and the manner in which new Members may be admitted to the Company.

7. CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members (if any) of the Company.

8. MANAGEMENT

The management of the Company shall be through one or more managers. Any manager may be (but is not required to be) a Member of the Company. The manager(s) shall be appointed by the Members and shall have the powers and responsibilities provided for in the Operating Agreement. The initial manager shall be Kevin R. Wall.

9. **INDEMNIFICATION**

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any Member or former Member to the full extent permitted under the Florida Limited Liability Company Act.

Executed at Tallahassee, Florida, this 15th day of October, 2012.

K and D Consulting of Tallahassee, LLC,
a Florida limited liability company

By: _____

Kevin R. Wall
Member

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of K and D Consulting of Tallahassee, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by K and D Consulting of Tallahassee, LLC.

Executed this 15th day of October, 2012.

Kevin R. Wall
Registered Agent

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