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EFFECTIVE DATE
12/20/12

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
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DEC 27 2012
T. HAMPTON

Ian C. White
Requester's Name
4832 Kerry Forest Pkwy, Ste. B
Address
Tallahassee, FL 32309 850-668-7849
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Philpot Farm Heritage, LLC
(Corporation Name) (Document #)
2. Philpot-Smith Farms, LLC
(Corporation Name) (Document #)
3. JK Way Trn, LLC
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☒ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

EFFECTIVE DATE
12/20/12

Articles Of Organization
Of
Philpot Farm Heritage, LLC

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The undersigned, for the purpose of forming a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

Article I
Name

Section 1.1. Name. The name of this limited liability company shall be **Philpot Farm Heritage, LLC.**

Article II
Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal office and mailing address of this limited liability company shall be 22218 SW 46th Avenue, Newberry, Florida 32669.

Article III
Initial Registered Agent and Address

Section 3.1. Name and Address. The name and street address of the initial registered agent of this limited liability company are:

Ian C. White, Esq.
4832 Kerry Forest Parkway, Suite B
Tallahassee, Florida 32309

Article IV
Effective Date; Duration

Section 4.1. Effective Date. The existence of this limited liability company shall commence on the date these Articles are executed.

Section 4.2. Duration. This limited liability company shall terminate on the date set forth in its Operating Agreement.

Article V
Initial Managing Members and Managers

Section 5.1. Name and Address. The name and address of each Managing Member or Manager of this limited liability company shall be as follows:

<u>Title</u>	<u>Name and Address</u>
MGRM	Beverly Philpot 22218 SW 46th Avenue Newberry, Florida 32669

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Article VI
Purposes

Section 6.1. Purposes. This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VII
Admission of Additional Members

Section 7.1. Admission of Additional Members. The member(s) may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all member(s) then having an interest in the limited liability company.

Article VIII
Management

Section 8.1. Management. The limited liability company is to be managed by the member(s) in accordance with the Operating Agreement of the limited liability company.

Article IX
Merger

Section 9.1. Approval Required for Merger. The approval of the member(s) holding sixty percent (60%) or more of the interests in this limited liability company eligible to vote on any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article X
Operating Agreement

Section 10.1. Operating Agreement. The initial Operating Agreement of this limited liability company shall be adopted by the member(s). The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

Article XI
Amendment

Section 11.1. Amendment. The member(s), by vote of member(s) holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization; provided, however, that it shall require a vote of member(s) holding sixty percent (60%) or more of the interests in the limited liability company to amend or repeal Article IX regarding merger.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 20th day of December, 2012.


Beverly Philpot

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **Philpot Farm Heritage, LLC.**
2. The name and the Florida street address of the registered agent are:

Ian C. White, Esq.
4832 Kerry Forest Parkway, Suite B
Tallahassee, Florida 32309

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 as provided for in Chapter 608, Florida Statutes.



Ian C. White

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