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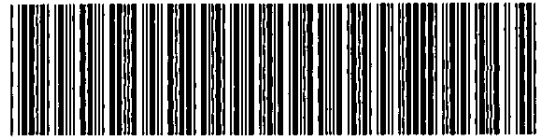
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TALLAHASSEE, FLORIDA

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

DistroData LLC

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\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
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Signature \_\_\_\_\_

Requested by: SETH

03/19/13

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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## **ARTICLES OF ORGANIZATION OF DistroData LLC**

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liabilities companies for profit. We further declare that the following articles shall be the charter and authority of the conduct of business of such limited liability company.

### **ARTICLE I** **NAME**

The name of the limited liability company shall be DistroData LLC and its principal place of business shall be at 401 Mountain Drive, Destin, Florida 32541; but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

### **ARTICLE II** **PURPOSES AND POWERS**

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in the business of marketing and entertainment and
2. To engage in any other activity or business authorized under the Florida Statutes.

### **ARTICLE III** **MEMBERS, MEMBERSHIP INTERESTS AND CAPITAL CONTRIBUTIONS**

The members, membership interests and capital contributions shall be, as follows:

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<b><u>Member</u></b>	<b><u>Membership Interest</u></b>	<b><u>Capital Contributions</u></b>
William J. Chandler	50%	\$500.00
Shea C. Allen	50%	\$500.00

### **ARTICLE IV** **PROFITS AND LOSSES**

A. Sharing of profits. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributed share of the profits specified in

accordance with the percentage of membership interests that each member owns related to the total membership interests outstanding.

B. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in accordance with the percentage of membership interests that each member owns related to the total membership interests outstanding.

**ARTICLE V**  
**LIMITED LIABILITY COMPANY POWERS**

All limited liability company powers shall be exercised by or under the authority of, the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This article (and the regulations of the limited liability company) may be amended from time to time by a Fifty-one (51%) vote of the membership interests of the limited liability company.

**ARTICLE VI**  
**DURATION**

This limited liability company shall exist until twenty (20) years from the date of filing these articles with the Department of State, or until dissolved in a manner provided by law, or provided in the regulations adopted by the members.

**ARTICLE VII**  
**PRINCIPAL PLACE OF BUSINESS**

The principal office and mailing address of this limited liability company shall be 401 Mountain Drive, Destin, Florida 32541.

**ARTICLE VIII**  
**MANAGEMENT**

A. This limited liability company shall be managed by a managing member, who shall be elected by a Fifty-one (51%) vote of the members:

B. The name and address of the initial member, who shall serve as manager until the first annual meeting of members, or until his successor is elected and qualifies, is as follows:

William J. Chandler  
401 Mountain Drive  
Destin, Florida 32541

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 401 Mountain Drive, Destin, Florida 32541, County of Okaloosa, State of Florida, and the name of its initial registered agent as such address is William J. Chandler.

**ARTICLE X**  
**RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by a Fifty-one (51%) vote of the existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except as provided for in the Company's Operating Agreement.

Upon the death, retirement, resignation expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon a Fifty-one (51%) vote of the remaining members.

The undersigned being an original member of the limited liability company, hereby certifies that the foregoing constitute the Article of Organization of DistroData LLC.

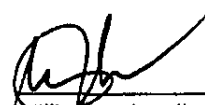
Executed by the undersigned on the 19<sup>th</sup> day of March, 2013.

  
William J. Chandler

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above-stated limited liability company at the place designated in these Articles, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 19<sup>th</sup> day of March, 2013.

  
\_\_\_\_\_  
William J. Chandler