

L13000058364

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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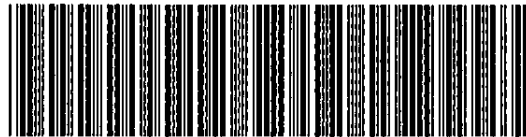
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

APR 22 2013

D. BRUCE

1013-20905



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 10, 2013

EDWARD R. BAUD
300 OLD DIXIE HWY
VERO BEACH, FL 32962

SUBJECT: INDIAN RIVER FOOD SERVICE LLC
Ref. Number: W13000020905

We have received your document for INDIAN RIVER FOOD SERVICE LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on April 9, 2013. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Deborah Bruce
Regulatory Specialist II

Letter Number: 313A0000846

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TALLAHASSEE FLORIDA

**LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION**

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of Florida, do hereby state and certify the following:

1. The principal place of business of the Company is located at 300 Old Dixie Hwy., Vero Beach, FL 32962.
2. All Correspondence shall be addressed to Edward R. Baud, 300 Old Dixie Hwy., Vero Beach FL 32962. The telephone number at this address is ~~301-352-2694~~ ⁷⁷²⁻⁹⁹⁹⁻²¹²⁶. The registered office of the company is located at 300 Old Dixie Hwy., Vero Beach, FL 32962. Its registered agent is Edward R. Baud for service of process.
3. The name of the Liability Company shall be Indian River Food Service LLC.
4. The purpose for which the company is formed is to engage in any law acts or activities for which limited liability companies may be formed under laws of the above named State.
5. Indemnification.
 - a. The company shall indemnify any person who is or was a party who is threatened to be made a party, to any threatened, pending, or completed action, suitor proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or pleas of nolo contendere, or its equivalent shall not of itself, create a presumption that the person did not act in good faith and in a manner

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which he or she reasonably believed to be in or at least not opposed to, the best interest of the company.

- b. The foregoing indemnification shall not apply in the case of action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court
 - c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person as to repay such amount unless it shall ultimately be determined that he or she is entitled to indemnification by the corporation.
6. Composition of management. The management of the company will be vested in a board of managers who are required to be members of the company, designated in accordance with the terms of the company operating agreement.
7. The effective date for this filing shall be April 24, 2013.

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ARTICLE IV – Manager(s) or Managing Member(s)

The name and address of each Manager or Managing Members are as follows:

Title:

Name and Address:


Managing Member

Edward R. Baud
946 28th Avenue
Vero Beach, FL 32960

Managing Member

Jeremy Henning Baud
1816 18th Avenue
Vero Beach, FL 32960


Edward R. Baud


Jeremy Henning Baud

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

The name and the Florida street address of the registered agent is

Edward R. Baud
946 28th Avenue
Vero Beach, FL 32960

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 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, FS.


Registered Agent's Signature, Edward R. Baud



ROBERT M. CIMINO
MY COMMISSION # DD #58351
EXPIRES: February 24, 2014
Bonded thru Budget Notary Services



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