

MAY 6 2013 10:38AM

HOLBROOK AKEL COLD STIEFEL & RAY

NO. 1591 P. 1 of 1

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H13000101833 3)))



H130001018333ABCU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : HOLBROOK, AKEL, COLD, STIEFEL & RAY, A
Account Number : I20020000128
Phone : (904) 356-6311
Fax Number : (904) 356-7330

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

**FLORIDA LIMITED LIABILITY CO.
WATERPROOFING SPECIALISTS, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

RECEIVED

13 MAY -6 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11013-26834

MAY 10 2013

D. BRUCE

Electronic Filing Menu

Corporate Filing Menu

Help

MAY. 9. 2013 3:57PM
50-617-6381

HOLBROOK AKEL COLD STIEFEL & RAY
5/7/2013 9:42:59 AM PAGE

NO. 1615 P. 4
1/002 Fax Server

May 7, 2013

HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.

SUBJECT: WATERPROOFING SPECIALISTS, LLC
REF: W13000026824

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company", "L.C.", and "LC".

The document number of the name conflict is 583829 "WATERPROOFING SPECIALISTS, INC.".

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

2013 MAY -9 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

MAY. 9. 2013 3:57PM
850-617-6381

HOLBROOK AKEL COLD STIEFEL & RAY
5/7/2013 9:42:59 AM PAGE

NO. 1615 P. 5
2/002 Fax Server.

call (850) 245-6051.

Deborah Bruce
Regulatory Specialist II

FAX Aud. #: H13000101833
Letter Number: 813A00011107

FILED
2013 MAY -9 AM 11:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA



May 9, 2013

VIA FACSIMILE
850-245-6030

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

ATTENTION: Deborah Bruce
Regulatory Specialist II

Re: Waterproofing Specialists, LLC
W13000026824

Dear Ms. Bruce:

I understand that the Waterproofing Specialists, LLC Articles of Organization were not filed because of a conflict with the name Waterproofing Specialists, Inc. As the president of Waterproofing Specialists, Inc., I would like to give the permission of Waterproofing Specialists, Inc. to Waterproofing Specialists, LLC to use the name "Waterproofing Specialists."

If you require anything further from Waterproofing Specialists, Inc., please contact me.

Sincerely,

Michael J. Miller
President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2013 MAY -9 AM 11:02

FILED

(H13000101833 3)

ARTICLES OF ORGANIZATION
OF
WATERPROOFING SPECIALISTS, LLC

The undersigned, who intends to form and create a Limited Liability Company, as defined in Chapter 608 of the Florida Statutes, does hereby state and certify the following:

1. Name. The name of the Limited Liability Company shall be WATERPROOFING SPECIALISTS, LLC.

2. Duration of Company. The company shall have perpetual duration.

3. Principal Office. The mailing address and street address of the principal office of the Limited Liability Company is 3142 Lenox Avenue, Jacksonville, Florida 32254.

4. Registered Agent and Office. The name and street address of the Limited Liability Company's initial registered agent are Kathleen Holbrook Cold, One Independent Drive, Suite 2301, Jacksonville, Florida 32202.

5. Purpose of Company. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

6. Members. The Member of the limited liability company is WPS Construction Group, Inc. The member may admit additional members on such terms and at such times as may be agreeable to the existing members and the additional members to be admitted.

7. Continuation of Business. The remaining members of the Limited Liability Company have the right to continue the business of the Limited Liability Company on 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 Limited Liability Company.

8. Management.

(a) The Limited Liability Company shall be managed by two managers. The names and addresses of the persons who are to serve as managers until the first annual meeting of members or until their successor or successors are elected and duly qualified are:

(H13000101833 3)

FILED
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA
MAY 6 2013

(H13000101833 3)

<u>Name</u>	<u>Address</u>
Michael J. Miller	3142 Lenox Avenue Jacksonville, FL 32254
Steven M. Vanderlinde	3142 Lenox Avenue Jacksonville, FL 32254

(b) Management of the limited liability company shall be vested in the manager or managers who shall be elected annually by the members in the manner prescribed by and provided in the regulations of the limited liability company. The manager or managers may or may not be members. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the members and set out in the operating agreement of the limited liability company. All rights of members of this limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

9. The date of the existence of the limited liability shall be the date of the filing of the Articles of Organization by the Department of State of the State of Florida.

10. The Articles of Organization of this limited liability company may be amended in any manner permitted by Chapter 608, Florida Statutes.

11. The power to adopt, alter, amend, or repeal the regulations of this limited liability company shall be vested in the manager or managers of the company. Regulations adopted by the manager or managers may be repealed or altered; new regulations may be adopted by the members; and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager or managers. The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not in consistent with law or the Articles of Organization.

12. No debt shall be contracted nor liability incurred by or on behalf of this limited liability company except by one or more of its managers."

(H13000101833 3)

FILED
2013 MAY -9 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(H13000101833 3)

SIGNED AND DATED this 30th day of APRIL, 2013.

WPS CONSTRUCTION GROUP, INC.

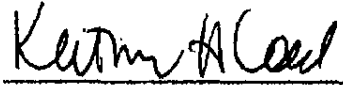
By: 

STEVEN M. VANDERLINDE,
President

Member

ACCEPTANCE BY RESIDENT AGENT

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company, WATERPROOFING SPECIALISTS, LLC.



KATHLEEN HOLBROOK COLD

(H13000101833 3)

FILED
2013 MAY -9 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA