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SECRETARY OF STATE

C. LEWIS

JUN 25 2013

EXAMINER



# FLORIDA DEPARTMENT OF STATE Division of Corporations

June 17, 2013

CHIUMENTO SELIS DWYER P.L. ATTN: KAROLYN SHEEKEY 145 CITY PLACE SUITE 301 PALM COAST, FL 32164 US

SUBJECT: INDUSTRY DRIVE, L.L.C.

Ref. Number: W13000034953

We have received your document for INDUSTRY DRIVE, L.L.C. and check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$76.25. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

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

Carolyn Lewis
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 113A00015189

www.sunbiz.org

Division of Communitions B.O. BOV 6207 Mallaharana Elasida 2021

Chiumento & Associates, P.A. Michael D. Chiumento Michael D. Chiumento III Ronald A. Hertel

Scott Alan Selis, P.A. Scott A Selis

Marc E. Dwyer, P.A. Marc E. Dwyer

Lewis A. Berns, P.A. Lewis A. Berns Of Counsel



Reply To: Palm Coast 145 City Place, Sune 301 Palm Coast, FL 32164 386-445-8900 Tel 386-445-6702 Fax

Daytona Beach (by Appointment Only) 1540 Cornerstone Blvd, Suite 200 Daytona Beach, FL 32117 386-868-5337 Tel

E-mail: michael3@palmcoastlaw.com Website: palmcoastlaw.com

June 10, 2013

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Industry Drive, LLC

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Organization for the above company, together with our firm's checks in the total amount of \$155.00 representing your filing fee. If all is in order, kindly file the Articles and return a copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Joseph Steek

Sincerely,

Karolyn Sheekey

encl.

BILED

ARTICLES OF ORGANIZATION
FOR
INDUSTRY DRIVE, L.L.C.
a Florida Limited Liability Company

13 JUN 24 AM II: 00 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, an authorized representative of a Member, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

# **ARTICLE I - NAME**

The name of this company shall be INDUSTRY DRIVE, L.L.C. ("Company").

## **ARTICLE II - DURATION\CONTINUATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of its original Articles of Organization by the Department of State of the State of Florida.

#### ARTICLE III - ADDRESS OF PRINCIPAL OFFICE

The street and mailing address of the company is 22 Leaver Drive, Palm Coast, FL 32137.

## **ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this company is as follows: Michael D. Chiumento, Esquire, Chiumento Selis Dwyer, PL, 145 City Place, Suite 301, Palm Coast, FL 32164.

# ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS & TRANSFER OF MEMBERS INTEREST

The Company shall admit new members only upon the majority written consent of all then existing voting members of the Company.

The interest of a member in the Company may be transferred or assigned only upon the majority written consent of all then existing voting members of the Company.

#### <u>ARTICLE VI – MEMBERS INTERESTS</u>

The Company is authorized to issue both voting and non-voting membership interests. All membership interests shall be identical in all respects except the non-voting membership interests shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted non-voting membership interests pursuant to Chapter 608, Florida Statutes.

# **ARTICLE VII - MANAGEMENT**

The business of the Company shall be managed by the members and the names and addresses of the managing members are:

<u>Name</u>	<u>Address</u>
Gary Lanov	22 Leaver Drive Palm Coast, FL 32137
Tatiana Saroka-Lanov	22 Leaver Drive Palm Coast, FL 32137

The management and control of the Company shall be vested in its members unless and until a manager is elected by a majority of members.

#### <u>ARTICLE VIII - AMENDMENT</u>

Any amendments to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

# **ARTICLE IX - INDEMNIFICATION**

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred by this Article shall not be exclusive of any other right which any person may

have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member of officer existing at the time of such repeal or amendment.

# <u>ARTICLE X – ADOPTION OF OPERATING AGREEMENT</u>

The Company may adopt an Operating Agreement for the Company, which Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Florida Statutes.

#### **ARTICLE XI - INFORMAL ACTION OF MEMBERS**

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

> MICHAEL D. CHIÚMENTO Authorized Representative of a Member

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.

MICHAEL D. CHIUMENTO

REGISTERED AGENT

DATE: