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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EMS JANITORIAL SERVICE, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

ERIC M. SIMMONS

Name of Person

EMS JANITORIAL SERVICE, LLC

Firm/Company

1646 W 45TH ST. STE 116-C

Address

JACKSONVILLE, FLORIDA 32208

City/State and Zip Code

jlitaxservice@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ERIC M. SIMMONS at 904 365-9069

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

OF

EMS JANITORIAL SERVICE, LLC

The undersigned 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 liability companies for profit. We further declare that the following Articles shall serve as Charter and authority for the conduct of business of the limited liability.

ARTICLE I, NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Limited Liability Company shall EMS JANITORIAL SERVICE, LLC, and its principal office shall be located 1646 W 45th St. Ste., 116-C., Jacksonville, FL 32208, with the mailing address the same, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II PURPOSES AND POWERS

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

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase of otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilized, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III, NUMBER OF UNITS

The number of units that this limited liability company is authorized to issue is 100.

ARTICLE IV, EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and 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 may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLES V, MANAGEMENT

This limited liability company shall be a manager-managed company and shall be managed by one (1) manager. The name and address of the person who shall serve until the first annual meeting of members or until her successor is elected and qualified is ERIC M. SIMMONS of 1646 W45th St. Ste., 116-C, Jacksonville, FL 32208.

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ARTICLE VI, MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in this limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On 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 this limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VII, CAPITAL CONTRIBUTIONS

Capital contributions shall be paid to the limited liability company by one (1) member as follows:

ERIC M. SIMMONS 100%

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in the same proportions as their initial contributions.

ARTICLE VIII, PROFITS AND LOSSES

(A) The members shall be entitled to the net profits arising from the operation of this limited liability company business that remain after the payment of the expenses of conducting the business of this limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

ERIC M. SIMMONS 100%

The distributive share of the profits shall be determined and paid to the members each year.

(B) All losses that occur in the operation of this limited liability company business shall be paid out of the capital of this limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:

ERIC M. SIMMONS 100%

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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF DUVAL

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is EMS JANITORIAL SERVICE, LLC

The name of the registered agent for EMS JANITORIAL SERVICE, LLC is ERIC M. SIMMONS and the street address of the company's principal office where the agent is located is 1646 W45th St. Ste., 116-C, Jacksonville, Florida 32208.

This statement is to acknowledge that, as indicated above, EMS JANITORIAL SERVICE, LLC has appointed me, ERIC M. SIMMONS, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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

Dated: January 20, 2014

Eric Simmons
Eric M. Simmons

REQUIRED SIGNATURE:

Eric Simmons
SIGNATURE OF MEMBER

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for s.817.155, F.S.)

ERIC M. SIMMONS
Name of signer

THE EFFECTIVE DATE SHALL BE THE FILING DATE

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