

214 00 00 52426

707-130112

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

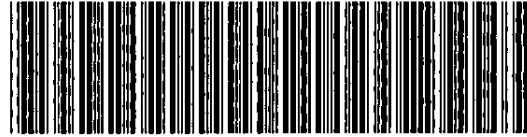
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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01/21/14--01018--008 **125.00

01/21/14--01018--009 **25.00

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 5, 2014

LAW OFFICE OF KEVIN K. DIXON, PA
210 W HIGHLAND BLVD
INVERNESS, FL 34452

SUBJECT: HIGH OCTANE SALOON CITRUS, LLC
Ref. Number: W14000004607

We have received your document for HIGH OCTANE SALOON CITRUS, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of 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.

Justin M Shivers
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 614A00001539

Law Office of
KEVIN K. DIXON
A Professional Association

210 West Highland Boulevard
Inverness, Florida 34452

Telephone: (352) 637-6040
(352) 637-6015
Fax: (352) 637-6025

Email: kkdlaw@tampabay.rr.com

January 15, 2014

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

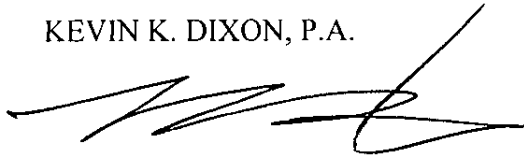
Re: New LLC filing (conversion from another business entity)
High Octane Saloon Citrus, LLC

Ladies and Gentlemen:

Enclosed please find the Certificate of Conversion for "Other Business Entity" into Florida Limited Liability Company; and the Articles of Organization for High Octane Saloon Citrus, LLC to be filed with the State, along with two checks (#9358 for \$125.00; and #9359 for \$25.00) for the filing/conversion fee totaling \$150.00. Should you have any questions, please feel free to call.

Sincerely,

KEVIN K. DIXON, P.A.



Kevin K. Dixon

KKD/lor
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HIGH OCTANE SALOON CITRUS, LLC

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 605.1045, F.S.

Please return all correspondence concerning this matter to:

KEVIN K. DIXON, ESQ.

(Contact Person)

KEVIN K. DIXON, P.A.

(Firm/Company)

210 WEST HIGHLAND BLVD.

(Address)

INVERNESS, FL 34452

(City, State and Zip Code)

kkdlaw@tampabay.rr.com

E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

KEVIN K. DIXON, ESQ. at (352) 637-6040

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:
SWEET H2O, INC.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION.
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of FLORIDA
on DEC. 7, 2007
(date of organization, formation or incorporation)
(Enter state, or if a non-U.S. entity, the name of the country)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:
HIGH OCTANE SALOON CITRUS, LLC
(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

5. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

Signed this 15 day of JANUARY 20 14

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: X

Printed Name: DOUGLAS H. DOTY

Title: MANAGER

Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: X

Printed Name: DOUGLAS H. DOTY

Title: PRES./V.P./TREASURER/SECRETARY

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

Signature: _____

Printed Name: _____

Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

ARTICLES OF ORGANIZATION OF
HIGH OCTANE SALOON CITRUS, 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 the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be HIGH OCTANE SALOON CITRUS, LLC, and its principal office shall be located at 1590 South Suncoast Blvd., in Homosassa, County of Citrus, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address of the limited liability company shall be 1590 South Suncoast Blvd., Homosassa, FL 34448.

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 or 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 to 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.
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, stabilize, 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 other incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

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 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 managers 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 equity members of the limited liability company.

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by four (4) manager(s). The name(s) and address(es) of the person(s) who shall serve until a successor is elected and qualified is as follows:

Doug Doty
Kevin K. Dixon
Bill W. Owens
Neal Doty
Cassandra Zamboli

ARTICLE V MEMBERSHIP RESTRICTIONS

Managers 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 the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all managers.

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 the limited liability company, the remaining members shall have the right to continue the business.

ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$100.00 cash or services shall be paid to the limited liability company by the initial members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the Manager. Equity members will make contributions in equal shares.

ARTICLE VII PROFITS AND LOSSES

(a) Profit Sharing. The equity 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 distributive share of the profits according to their pro rata interest in the limited liability company. The distributive share of the profits shall be determined and paid to the members as soon as practicable after the close of each fiscal year.

(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 according to each members pro rata interest in the limited liability company.

ARTICLE VIII DURATION

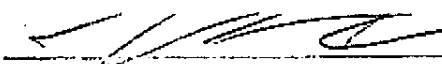
This limited liability company shall have perpetual existence, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

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

The address of the initial registered office of the limited liability company is 210 West Highland Blvd., City of Inverness, County of Citrus, ^{MS}State of Florida, and the name of the company's initial registered agent at that address is Kevin K. Dixon, Esq., Kevin K. Dixon, P.A.

The undersigned, being the authorized representative of a member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of HIGH OCTANE SALOON OF CITRUS, LLC.

Executed by the undersigned at Inverness, Florida, on January 13, 2014.



KEVIN K. DIXON

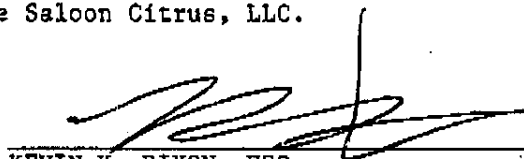
Managing Member/Authorized Representative

(In accordance with §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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155, Florida Statutes)

HIGH OCTANE/INCORPORATION/ARTICLES OF ORGANIZATION

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

KEVIN K. DIXON, ESQ., of Kevin K. Dixon, P.A., hereby accepts the designation as Registered Agent for High Octane Saloon Citrus, LLC.



KEVIN K. DIXON, ESQ.

Kevin K. Dixon, P.A.

Registered Agent for High Octane Saloon Citrus, LLC