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14 MAY -5 PM 12:5  
TALDORADO, TEXAS

MAY 08 2014

S. YOUNG

EFFECTIVE DATE  
5/7/14

LAW OFFICES OF  
GERALD R. COLLEN, P.A.  
ATTORNEYS AT LAW

GERALD R. COLLEN, ESQ.  
RACHEL M. WAGONER, ESQ.  
CAROLYN K. MOORE, Paralegal  
MARY PATRICIA JORDAN, Paralegal  
SHERRI HAGERMAN, Paralegal

7243 BRYAN DAIRY ROAD  
LARGO, FLORIDA 33777  
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May 1, 2014

Department of State  
Division of Corporations  
Corporate Filings  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Articles Of Organization of  
Chi Pom, LLC

To Whom It May Concern:

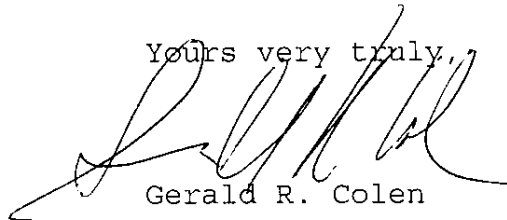
Pursuant to your instructions, enclosed please find the following:

1. Original and one copy of the Articles of Organization of Chi Pom, LLC;
2. Check made payable to Department of State in the sum of \$160.00 to cover the following:

\$ 100.00	Filing Fee (Limited Liability Company)
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified copy of Articles
\$ 5.00	Certificate of Status
<u>\$ 160.00</u>	

Please file the original of the enclosed documents and return a certified copy to the undersigned.

Yours very truly,



Gerald R. Colen

GRC/mpj  
Enclosures  
(14-319)

**ARTICLES OF ORGANIZATION  
Of  
Chi Pom, LLC**

Pursuant to Chapter 608.401, Florida Statutes, as it may be amended from time to time, the undersigned do hereby establish Chi Pom, LLC, a limited liability company, pursuant to the terms of these Articles of Organization as set forth herein below:

**I. NAME OF LIMITED LIABILITY COMPANY**

The Name of this limited liability company shall be Chi Pom, LLC

**II. MAILING ADDRESS AND STREET ADDRESS**

The street address and also the mailing address for this limited liability company is 76290 Overseas Highway, Islamorada, Florida 33036.

**III. NAME AND ADDRESS OF REGISTERED AGENT**

The name and street address of the initial registered agent for service of process is as follows:

Gerald R. Colen  
C/o 7243 Bryan Dairy Road  
Largo, Florida 33777

**IV. STATEMENT OF MEMBER-MANAGEMENT**

The Member-Manager of the Limited Liability Company shall be

Joseph Eric Pike  
76290 Overseas Highway  
Islamorada, Florida 33036

The Member-Manager shall have a total of 100% voting interest.

**V. PURPOSE OF LIMITED LIABILITY COMPANY**

The purpose of this limited liability company is to perform any and all duties lawfully permitted by these Articles of Organization and by the United States of America, and by the State of Florida, pursuant to Chapter 608.401, Florida Statutes and/or by any other state in which the said limited liability company shall be authorized to conduct or carry on business. Additionally, the purpose of this company is to own, hold and possess, and when in the interests of this company to lease, real and personal property anywhere in the State of Florida in accordance with the laws of that State. If appropriate, this limited liability company shall be entitled to become authorized or permitted to conduct business operations in any state of the United States of America.

FILED  
14 MAY -5 PM 15:05  
CLERK OF DISTRICT COURT  
NINTH JUDICIAL CIRCUIT  
MIAMI, FLORIDA

## **VI. POWERS**

This limited liability company shall have all of the powers that are set forth in Chapter 608.404, Florida Statutes as same may be amended from time to time. Additionally, the company shall have the requisite powers needed to own, hold, possess and develop real and personal property in the state of Florida. Provided however, that the member-manager shall not have any personal liability or obligation to any other member, should there be one, or to any creditor including any judgment creditor by reason of the execution of this document or by reason of the exercise of any of the powers provided for herein or provided in Chapter 608.401, et. seq., Florida Statutes, or provided for in any law of any State wherein the company is authorized to conduct business. No personal liability that may exist or that may accrue with regard to the member or member-manager shall attach to any property owned by this limited liability company.

## **VII. LIABILITY OF MEMBERS, MANAGERS**

The member-manager of this limited liability company shall not have nor shall he suffer any loss or damage or any liability for any action or cause of action permitted or occasioned by the actions or activities of this company.

## **VIII. AUTHORIZED REPRESENTATIVE**

The authorized representative of this limited liability company is Gerald R. Colen, not individually, but solely as authorized representative for the member-managers, in care of 7243 Bryan Dairy Road, Largo, Florida 33777. Provided however, that the acts or actions of the authorized representative shall not subject him to any liability for any reason whatsoever. Provided further, that the Authorized Representative, having no interest of any kind in this LLC or in any of the property or properties owned or to be owned by the LLC or any of the member-managers shall be held harmless by the member-managers from any action, cause of action, dispute, claim or liability resulting from the acts or actions of the LLC or any or all of its member-managers.

## **IX. NO JOINT AND SEVERAL LIABILITY**

No person named in these articles either individually or jointly as a member or as a member-manager or as an authorized representative or as the registered agent shall have any joint and several liability or liabilities for any of the acts or actions of this company or the acts or actions of any other person named herein. No person who may become a member or a member-manager or who may be appointed at some later date pursuant to the provisions of this document or pursuant to the Florida Limited Liability Company Act as manager, authorized representative or as registered agent shall have any joint and several liability or liabilities for any acts or actions of this company or the acts or actions of any other person named herein. No property, including any real property, tangible property or intangible property of whatsoever kind, nature and description and no matter where situated be it in the State of Florida or any other State of the United States, which

may be owned individually or as a joint tenant with right of survivorship or as a tenancy in common or as an estate by the entireties by any member, member-manager, authorized representative or registered agent shall be subject to any action, cause of action, liability, loss or damage by reason of the acts or actions of any other member, authorized representative or registered agent.


#### **X. RIGHT OF FIRST REFUSAL OF MEMBER-MANAGERS**

The member-manager shall not be entitled to sell, transfer or otherwise convey his interest in this limited liability company without the express written consent of all member-managers or of any other member should there be one. Before the member manager shall be entitled to sell, transfer or otherwise convey his interest in this limited liability company to any person or entity, the interest of such member-manager must first be offered any remaining member or member-manager, if any there be. A sale or transfer, including a transfer or attempted transfer by a creditor or by a Trustee in bankruptcy or other form of conveyance, shall be null and void unless there has been full compliance with this Right of First Refusal.

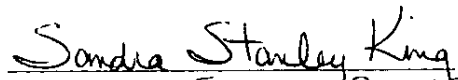
#### **XI. EFFECTIVE DATE**

The effective date of this Limited Liability Company is May 7, 2014.

IN WITNESS WHEREOF, THE UNDERSIGNED not individually, but as member-manager of Chi Pom LLC, a Florida limited liability company do set their hands and seals this the 28<sup>th</sup> day of April, 2014.

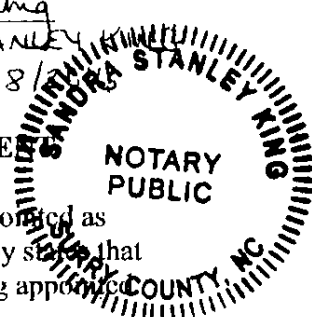
By:   
Joseph Eric Pike

BEFORE ME, this day of April, 2014, the undersigned notary public for the state of NC, personally appeared Joseph Eric Pike well known to me or who produced the following identification and they, under oath, testified that he executed the above and foregoing document as their true act and deed.

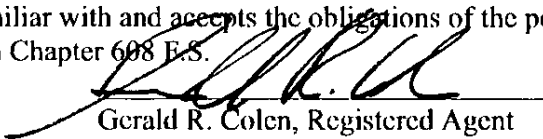
  
Notary Public SANDRA STANLEY KING  
My Commission Expires: 08/18/2015

#### **ACCEPTANCE AND CERTIFICATION BY REGISTERED AGENT**

Pursuant to Chapter 608.415(2) F.S. the undersigned, having been appointed as registered agent for service of process by these Articles of Organization hereby state that he has accepted his appointment as registered agent simultaneously with being appointed



The undersigned states that he is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 608 F.S.

  
Gerald R. Colen, Registered Agent

May 1, 2014

1132-001.83810

FILE  
14 MAY -5 2012  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399