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CLERK OF SUPERIOR COURT
HALLAMSBURG, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 8, 2014

HAROLD E. WOLFE, JR., P.A.
SUITE 302, EXECUTIVE CENTRE
2300 PALM BEACH LAKES BLVD.
WEST PALM BEACH, FL 33409-3006

SUBJECT: WHIDDON CONSTRUCTION, LLC
Ref. Number: W14000041905

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2014 JUL -3 AM 10:06
TALLAHASSEE, FL
SECRETARY OF STATE

We have received your document for WHIDDON CONSTRUCTION, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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. 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 contain the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The following suffixes are no longer acceptable: "Limited Company," "L.C.," "LC.," "Ltd.," and "Co."

The document number of the name conflict is P05000037706.

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 call (850) 245-6051.

Agnes Lunt
Regulatory Specialist II

Letter Number: 814A00014629

HAROLD E. WOLFE, JR., P.A.

ATTORNEY AND COUNSELORS AT LAW

SUITE 302, EXECUTIVE CENTRE
2300 PALM BEACH LAKES BOULEVARD
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TELEPHONE: (561) 697-4100

FAX: (561) 697-4101

E-MAIL: hewjr@ix.netcom.com

HAROLD E. WOLFE, JR. *

* ADMITTED TO BARS OF:

FLORIDA
GEORGIA
ALABAMA

July 2, 2014

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* FLORIDA BAR BOARD
CERTIFIED TAX ATTORNEY
* FLORIDA BAR BOARD
CERTIFIED WILLS, TRUSTS,
AND ESTATES ATTORNEY

VIA UPS OVERNIGHT DELIVERY

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

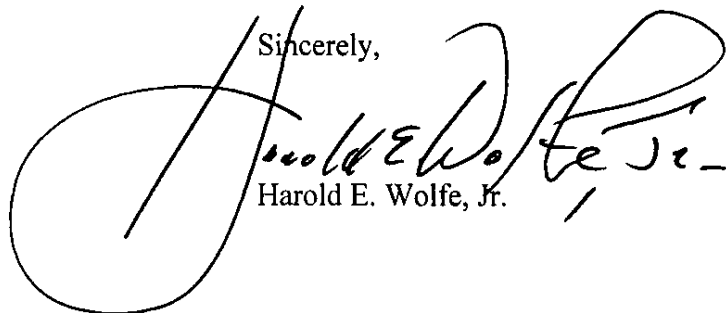
RE: Formation of Whiddon Construction, LLC

Dear Sir/Madam

Enclosed is the Articles of Organizations for the above-referenced limited liability company for filing with the Department of State. Please provide us with a certified copy of the Articles and a Certificate of Status. Our firm's check, in the amount of \$160, made payable to the Florida Department of State, is enclosed to cover the cost of the filing fee, certification and certificate of status. A return envelope is also provided for your convenience.

Thank you in advance for your attention to this matter. Should you have any questions, please feel free to call us.

Sincerely,



Harold E. Wolfe, Jr.

HEW:cmr
Enclosures

cc: Ms. Debra A. Tirpak

**ARTICLES OF ORGANIZATION
OF
WHIDDON CONTRACTING, LLC**

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2014 JUL -3 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby form and create a limited liability company pursuant to Chapter 605 and Fla. Stat. §605.201 of the laws of the State of Florida, and do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and hereby state and certify the following:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

In accordance with Fla. Stat. §§605.0112 and 605.0201(2)(a), the limited liability company's name shall be "WHIDDON CONTRACTING, LLC".

ARTICLE II - PERIOD OF DURATION OF LIMITED LIABILITY COMPANY

This limited liability company shall have an indefinite duration in accordance with Fla. Stat. §605.0108(3). This limited liability company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, all in accordance with Fla. Stat. §§605.0201(4) and 605.0207.

ARTICLE III - LOCATION OF PRINCIPAL OFFICE

As required under Fla. Stat. §605.0201(2)(b), the mailing and street address of this limited liability company's principal office is as follows:

Mailing and Street Address:

310 NW 210th Avenue
Dunnellon, Florida 34431

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this limited liability company's initial registered address in the State of Florida is 2300 Palm Beach Lakes Blvd., Suite 302, West Palm Beach, Florida 33409. The name of the registered agent at such registered office is **HAROLD E. WOLFE, JR., ESQ.** The written acceptance of the Company's initial registered agent as required under Fla. Stat. §605.0201(2)(c) is affixed to the end of these Articles.

ARTICLE V - ADMISSION OF NEW MEMBERS

Members may admit additional new Members in compliance with the terms and conditions of this article. A new Member may be admitted into this limited liability company only if (i) such new Member acquires ownership units in this limited liability company, (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with, (iii) such new Member agrees to comply with any operating agreement then in effect governing this limited liability company and (iv) such new Member executes such instruments as the other Members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new Member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article IX hereof. In accordance with Fla. Stat. §605.0403(5)(or successor section), any Member who fails to make a required capital contribution under the terms of the Operating

Agreement shall forfeit such defaulting Member's membership interest and such individual shall not become a Member of this limited liability company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - CONTINUATION OF BUSINESS

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the duration set forth in Article II hereof.

ARTICLE VII - COMPOSITION OF MANAGEMENT

In accordance with Fla. Stat. §605.0201(3)(a), this limited liability company shall be managed by a Manager-managed company for purposes of Fla. Stat. §605.0407 and other relevant provisions of Chapter 605 of the Florida Statutes. This limited liability company shall be managed, as a Manager-managed limited liability company, by one (1) Manager, DEBRA A. TIRPAK, during her lifetime and no other persons or individuals shall have the right to so manage this limited liability company unless DEBRA A. TIRPAK resigns, dies, voluntarily retires or consents in writing to a successor Manager. Accordingly, this limited liability company is to be a Manager-managed company as set forth in Fla. Stat. §§605.0407(1)(a) and 605.0201(3)(a) and shall be so managed by DEBRA A. TIRPAK until she has resigned, died, or retired, or consent to a Successor Manager. Upon the resignation, death, or retirement, or written consent to a successor Manager, of DEBRA A. TIRPAK, in such event, a successor Manager shall be selected (i) in accordance with any then adopted operating agreement governing this limited liability company or (ii) if no such operating agreement has been so adopted, by majority percentage vote of Members holding a majority of Units

in this limited liability company. In accordance with the foregoing, the names and addresses of the
Manager of this limited liability company is:

Name of Manager

Address

DEBRA A. TIRPAK

310 NW 210th Avenue
Dunnellon, Florida 34431

Notwithstanding anything to the contrary contained in Fla. Stat. §605.0407 or §605.0404(2) (or successor sections) the Managers shall have sole discretion in making decisions to make distributions to members from this limited liability company. Furthermore, since this limited liability company is to be a manager-managed company, the Manager herein named shall have all of the rights afforded under Fla. Stat. §605.0407(3) (or successor statute); and the rights afforded the Manager hereunder shall not be abridged by any subsequent amendments to this limited liability company's operating agreement.

ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is ten thousand (10,000) units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future Members, if any. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited

liability company in an amount specified in the Operating Agreement or as specified in Fla. Stat. §605.0404 if the Operating Agreement is silent as to that matter.

ARTICLE IX – PURPOSE OF LIMITED LIABILITY COMPANY

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 605 of the Florida Statutes. Additionally, this limited liability company shall engage in all facets of the construction business including acting as a general contractor, sub-contractor, materialman, and any other aspect of the construction business.

ARTICLE X - STATEMENT OF AUTHORITY

This limited liability company may file a statement of authority as so provided in Fla. Stat. §605.0302. Such statement of authority may encompass all or any matters set forth in Fla. Stat. §605.0302.

ARTICLE XI-OPERATING AGREEMENT

This limited liability company may adopt an "Operating Agreement" which shall govern the operations of this limited liability company, shall prescribe the method for electing managers and designating successors (except as provided in Article VIII hereof), shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and govern legal arrangements among Members. Such Operating Agreement shall comply with provisions of Fla. Stat. §§605.0105 and 605.0106; provided, however, that any amendment or alternation of the Operating Agreement of this limited liability company shall strictly comply with any amendment procedure contained in the Operating Agreement unless all Members unanimously otherwise agree in writing. The provisions of Chapter 605 of the Florida Statutes entitled the "Florida Revised

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CLERK OF STATE
TALLAHASSEE, FLORIDA

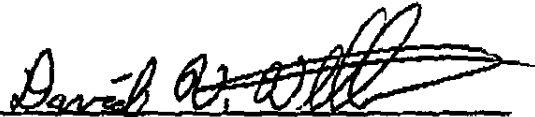
Limited Liability Company Act" shall govern this limited liability company except to the extent overridden by specific provisions of any Operating Agreement then governing this limited liability company.

IN WITNESS WHEREOF, the undersigned, members of this limited liability company have executed these Articles of Organization on this 28th day of June, 2014.

WHIDDON CONTRACTING, LLC



DEBRA A. TIRPAK, as Trustee of the
Debra A. Tirpak Revocable Trust
originally dated January 27, 2005, as
restated June 4, 2014, Member



DAVID W. WHIDDON, Member

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2014 JUL -3 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME personal appeared DEBRA A. TIRPAK, as Trustee of the Debra A. Tirpak Revocable Trust dated January 27, 2005, as amended from time to time, the signor, who personally appeared before me at the time of this notarization, and is personally known to me or has produced _____ as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28th day of June, 2014.

(SEAL)



Cynthia Donaldson

Notary Public, State of Florida

(Print, Type or Stamp Commissioned Name of Notary Public)

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2014 JUL -3 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF MARION)

BEFORE ME personal appeared DAVID W. WHIDDON, the signor, who personally appeared before me at the time of this notarization, and is personally known to me or has produced _____ as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28th day of June, 2014.

(SEAL)



Cynthia Donaldson

Notary Public, State of Florida

(Print, Type or Stamp Commissioned Name of Notary Public)

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2014 JUL -3 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATION DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 605.0113, Florida Statutes, the following is submitted:

That **WHIDDON CONTRACTING, LLC**, desiring to organize or qualify under the laws of the State of Florida as a limited liability company with its principal place of business in the City of West Palm Beach, County of Palm Beach, State of Florida, has named **HAROLD E. WOLFE, JR., ESQ.**, as its agent to accept service of process.

Signature: _____

DEBRA A. TIRPAK, Trustee

Title: **Incorporating Member**

Date: June 28th, 2014

Signature: _____

DAVID W. WHIDDON

Title: **Incorporating Member**

Date: June 28th, 2014

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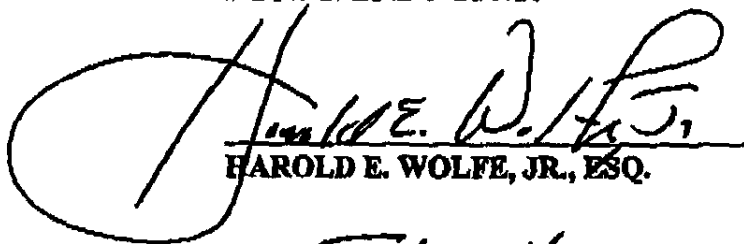
2014 JUL -3 AM 10:06

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida Revised Limited Liability Company Act, Chapter

605 of the Florida Statutes and Florida Statutes §605.0113, the undersigned does hereby accept his appointment as Registered Agent on whom process may be served within the State of Florida for this limited liability company named in the foregoing Articles of Organization and by affixing such Registered Agent's signature below states that he is familiar with, and accepts the obligations of that position.

REGISTERED AGENT:


HAROLD E. WOLFE, JR., ESQ.

DATE: July 2nd, 2014