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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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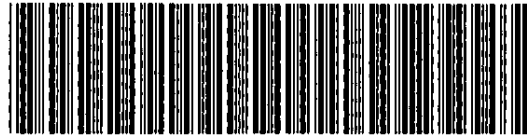
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
14 AUG 13 AM 11:33  
TALLAHASSEE, FLORIDA

August 11, 2014

Registration Section<sup>3</sup>  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: The Buyer's Agency L.L.C.

Dear Sir/Madam,

The enclosed Articles of Organization are submitted for filing. Also enclosed, please find a check for the following amount: \$130.00 Filing Fee & Certificate of Status.

Please return all correspondence concerning this matter to the following:

Bruce M. Badenoch  
P.O. Box 822  
Sanibel, FL 33957  
mikeandfrancie@msn.com  
239-292-1233

For further information concerning this matter, please contact me as set out below.

Sincerely,

A handwritten signature in black ink, appearing to read "Bruce M. Badenoch", written over a horizontal line.

Bruce M. Badenoch  
P.O. Box 822  
Sanibel, FL 33957  
mikeandfrancie@msn.com  
239-292-1233

**ARTICLES OF ORGANIZATION  
OF  
THE BUYER'S AGENCY, L.L.C.**

The undersigned certifies that, for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 605, that the following Articles shall serve as the authority for the conduct of business of the limited liability company.

**ARTICLE I  
COMPANY NAME**

The name of the limited liability company shall be The Buyer's Agency, L.L.C.

**ARTICLE II  
PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS**

The mailing address and street address of the principal office of the limited liability company are follows:

Mailing Address: P.O. Box 822, Sanibel, Florida 33957.

Principal Office Address: 748 Marthas Lane, Sanibel, Florida 33957.

**ARTICLE III  
REGISTERED AGENT AND REGISTERED OFFICE**

The name and the Florida street address of the registered agent are:

Bruce M. Badenoch  
748 Marthas Lane  
Sanibel, Florida 33957

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 as provided for in Chapter 605, F.S.



Bruce M. Badenoch

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ST. JOHN'S COUNTY, FLA. F  
TALLAHASSEE, FLORIDA

**ARTICLE IV  
MANAGEMENT**

The name and address of the person authorized to manage and control the limited liability company is as follows:

AMBR	Bruce M. Badenoch	748 Marthas Lane
		Sanibel, Florida 33957

The manager shall have full power and authority to conduct the business of the company including but not limited to the following: (a) the sale, development, lease or other disposition of the company's assets; (b) the purchase or other acquisition of other assets of all kinds; (c) the management of all or any part of the company's assets; (d) the opening and closing of bank accounts as the authorized signer for the company; (e) the borrowing of money and the granting of security interests in the company's assets; (f) the pre-payment, refinancing or extension of any loan affecting the company's assets; (g ) the compromise or release of any of the company's claims or debts; and, (h) the employment of persons, firms or corporations for the operation and management of the company's business.

In the exercise of his management powers, the manager is authorized to execute and deliver (a) all contracts, conveyances, assignments leases, sub-leases, franchise agreements, licensing agreements, management contracts and maintenance contracts covering or affecting the company's assets; (b) all checks, drafts and other orders for the payment of the company's funds; (c) all promissory notes, loans, security agreements and other similar documents; and, (d) all other instruments of any other kind relating to the Company's affairs, whether like or unlike the foregoing.

**ARTICLE VI  
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 lawful business, activity or purpose.

All limited liability company powers and the business and affairs of this limited liability company shall be exercised under the direction of, the member(s) of this limited liability company.

**ARTICLE V  
MEMBERSHIP**

The initial member of the limited liability company is Bruce M. Badenoch with one hundred percent (100%) interest.

The member(s) shall have the right to admit new members by unanimous consent. A member's interest in the limited liability company may not be sold or otherwise transferred, except with unanimous written consent of the remaining 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 the limited liability company, the remaining member(s) shall have the right to continue the business on unanimous consent of the remaining members.

In the event of the death of a member the member's personal representative may exercise all of the deceased member's rights for the purpose of settling the deceased member's estate, including any power the member had to bequeath the member's interest or to transfer or assign the member's interest.

**ARTICLE VIII  
LIABILITY AND INDEMNIFICATION**

Members and managers of the limited liability company shall not be personally liable under a judgment, decree or order of a court or in any other manner, for a debt obligation or liability of the company.

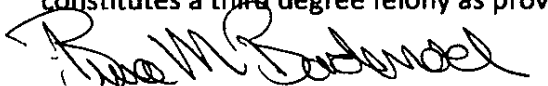
The company may, and shall have the power, without restriction, to indemnify and hold harmless any member or manager from and against any and all claims and demands whatsoever, directly or indirectly, arising from membership or management of the company.

**ARTICLE IX  
DURATION**

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

**IN WITNESS WHEREOF**, the undersigned, being the original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of The Buyer's Agency, L.L.C.

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 in s.817.155, F.S.



Bruce M. Badenoch

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14 AUG 13 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA