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(Address)

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(City/State/Zip/Phone #)

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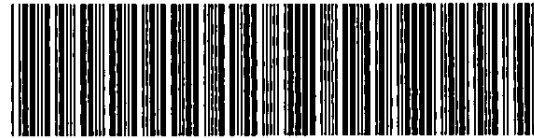
(Business Entity Name)

(Document Number)

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EAKIN  
& SNEED**

ATTORNEYS AT LAW

599 ATLANTIC BOULEVARD, SUITE 6  
ATLANTIC BEACH, FL 32233

PAUL M. EAKIN, P.A.  
JEFFREY J. SNEED, P.A.\*  
BANDA DELANE NADEAU

\*BOARD CERTIFIED  
CIVIL TRIAL LAWYER

TELEPHONE: 904-247-6565  
TELECOPY: 904-247-6535

September 9, 2014

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Articles of Organization  
River To Sea Kayaking, LLC

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Organization for River to Sea Kayaking, LLC, together with our check in the amount of \$160.00 in payment of the following fees:

Filing fee	\$ 100.00
Certified Copy	30.00
Certificate Of Status	5.00
Registered Agent Designation	<u>25.00</u>
TOTAL	\$ 160.00

Please return a certified copy of the Articles of Organization this office.

Sincerely yours,



Patricia J. Jackson  
Legal Assistant to  
Paul M. Eakin

Enclosures

## **ARTICLES OF ORGANIZATION OF RIVER TO SEA KAYAKING, 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 River To Sea Kayaking, LLC and its principal office shall be located at 223 Magnolia Street, in the City of Neptune Beach, County of Duval, State of Florida 32266, 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 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 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.

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 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.

### **ARTICLE IV. MANAGEMENT**

This limited liability company shall be managed by at least one manager. The names and addresses of the person who shall serve until the first annual meeting of members are as follows:

Sharon Sugden            223 Magnolia Street, Neptune Beach, Florida 32266

## **ARTICLE V. 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 the limited liability company may not be sold or otherwise transferred except with the 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 the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

## **ARTICLE VI. CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$100.00 One Hundred Dollars cash shall be paid to the limited liability company by the in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

## **ARTICLE VII. PROFITS AND LOSSES**

### ***Profit Sharing.***

(a) Profit Sharing. The 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 an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of filing these Articles with the Secretary Of State for the State of Florida.

### ***Losses.***

(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, or, if these sources are insufficient to cover such losses, by the members in equal shares.

**ARTICLE VIII. DURATION**

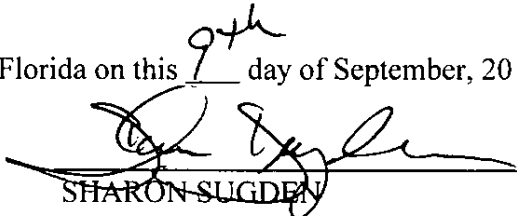
This limited liability company shall exist until date of dissolution, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

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


The address of the initial registered office of the limited liability company is 599 Atlantic Boulevard, Suite 6, City of Atlantic Beach, County of Duval, State of Florida, and the name of the company's initial registered agent at that address is Paul M. Eakin.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of River To Sea Kayaking, LLC.

Executed by the undersigned at Atlantic Beach, Florida on this 9<sup>th</sup> day of September, 2014.

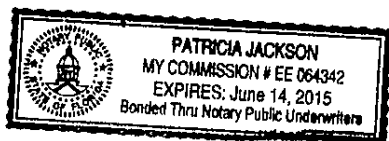
  
SHARON SUGDEN

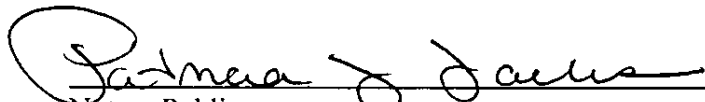
I hereby accept the designation of registered agent for the above-mentioned limited liability company at the above-mentioned address, city, and state.

  
PAUL M. EAKIN

**STATE OF FLORIDA  
COUNTY OF DUVAL**

The foregoing instrument was acknowledged before me by PAUL M. EAKIN, who is personally known to me and/or who has produced \_\_\_\_\_ as identification and who did/~~did not~~ take an oath, this 9<sup>th</sup> day of September, 2014.



  
Notary Public  
Printed Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_