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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 4, 2014

SMITH SAUER & DEMARIA, ESQ
510 E ZARAGOZA ST
PENSACOLA, FL 32502

SUBJECT: KEYSTONE EQUITY CORPORATION, LLC
Ref. Number: W14000065689

We have received your document for KEYSTONE EQUITY CORPORATION, LLC and your check(s) totaling \$250.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 605, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

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: 014A00023149

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**ARTICLES OF ORGANIZATION
OF
KEYSTONE EQUITY COMPANY, LLC**

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The undersigned, desiring to form a limited liability company under and pursuant to Section 605 of the Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

**ARTICLE I
NAME**

The name of the limited liability company, hereinafter referred to in these Articles as "Keystone Equity Company, LLC," herein referred to as the "Company."

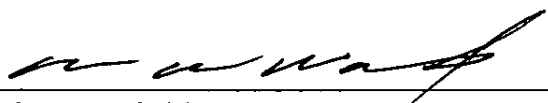
**ARTICLE II
ADDRESS**

The Company's mailing address of its principal place of business in Florida is 415 S. Florida Blanca, Pensacola, Florida 32502, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members. The street address of the principal place of business in Florida is 415 S. Florida Blanca, Pensacola, Florida 32502.

**ARTICLE III
REGISTERED AGENT**

The Company's registered agent is Melvin Winfield Warren, Jr. of 415 S. Florida Blanca, Pensacola, Florida 32502.

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, Florida Statutes.



Melvin Winfield Warren, Jr.
Registered Agent

**ARTICLE IV
MANAGEMENT**

The business of the Company shall be managed by members. The name and address of the initial members are as follows:

Melvin Winfield Warren, Jr.
415 S. Florida Blanca
Pensacola, FL 32502

Joseph Gallimi
3838 Oak Lawn Avenue Suite 1000
Dallas, TX 75219

**ARTICLE V
DURATION/CONTINUATION**

Beginning on the date these Articles of Organization are filed with the Florida Department of State, the period of the Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminated the continued membership of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

**ARTICLE VI
PURPOSE**

The general purpose for which the Company is organized is for any and all lawful business.

In addition, the Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, excluding banking and insurance, including all powers and purposes now and hereafter permitted by law to a limited liability company.

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

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

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to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VIII 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 the Company. This Article may be amended from time to time in the regulations of the Company by a majority vote of the membership interests of the Company.

ARTICLE IX REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members unless vested in the managing member(s) of the Company by any amendments of the Articles of Organization. Regulations adopted by the members or by the managing member(s) may be repealed or altered, new regulations may be adopted by the members, and the members may prescribe in any regulations made by them that such regulation may not be altered, amended or repealed by the managing member(s).

ARTICLE X AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 608 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

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 Section 817.155, Florida Statutes.



Melvin Winfield Warren, Jr.