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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Air Ninja, LLC

Signature \_\_\_\_\_

Requested by: SETH

05/11/15

Name \_\_\_\_\_

Date \_\_\_\_\_

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\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
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\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
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\_\_\_\_ Driving Record \_\_\_\_\_  
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\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

**ARTICLES OF ORGANIZATION OF  
AIR NINJA, LLC**

The undersigned certify that they are acting as the organizing members for the purpose of forming 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. The undersigned further certify 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 **AIR NINJA, LLC**, and its principal office shall be located at 721 W. Virginia Ave, in the City of Punta Gorda, County of Charlotte, State of Florida 33950, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be PO Box 1310, Brandon, Florida 33509.

**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

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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** **INITIAL MEMBERSHIP**

There shall be [number] (#) initial members of this limited liability company, whose names, addresses, and percentages of ownership are as follows:

**Gene Slade, Jr.** 75%  
24850 Old 41 Road  
Suite 27  
Bonita Springs, Florida, 34135

**Tony Terrance Xavier Johnson** 10%  
20463 Berrywood Lane  
Tampa, Florida, 33647

**Ronald Edgar Toledo** 10%  
4815 Bayheron Place  
Apt 612  
Tampa, Florida, 33616

**Janet L. Wilcox** 5%  
721 W. Virginia Ave  
Punta Gorda, Florida, 33950

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**ARTICLE IV**  
**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 operating agreement of the limited liability company by a unanimous vote of the members of the limited liability company.

**ARTICLE V**  
**MANAGEMENT**

The Company shall be a Manager-Managed company under the Revised Act. The limited liability company shall be managed by not less than one (1) manager. The following individual shall serve as manager of the limited liability company:

**Gene Slade**  
24850 Old 41 Road  
Suite 27  
Bonita Springs, Florida, 34135

**ARTICLE VI**  
**DISTRIBUTIONS**

The members shall be entitled to the net profits, as defined in the operating agreement, 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. The distribution of the profits shall be determined as provided in the operating agreement of the company.

**ARTICLE VII**  
**DURATION**


The limited liability company shall commence on the date the Articles of Organization are duly filed as required by law and shall be perpetual, unless sooner terminated, liquidated or dissolved, as provided in the operating agreement adopted by the members.

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 1833 Hendry Street, City of Fort Myers, County of Lee, State of Florida 33901, and the name of the company's initial registered agent at that address is **Christina Harris Schwinn**.

The undersigned, being the organizing members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of AIR NINJA, LLC

Executed by the undersigned at Bonita Springs, Lee County, Florida, on the 8<sup>th</sup> day of May, 2015.

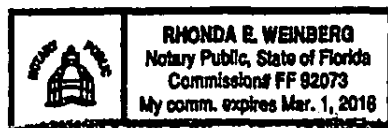
  
Gene Slade

STATE OF FLORIDA     )  
COUNTY OF Lee     )

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Gene Slade, who is personally known to me or who produced a Florida drivers license as identification to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that they made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 8<sup>th</sup> day of May, 2015.

Printed Name: Rhonda Weinberg  
Notary Public, state of Florida  
My commission expires: 3-1-2018  
My commission no. is: FI 92073



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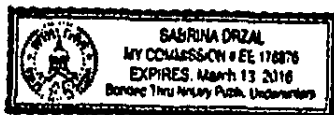
Executed by the undersigned at Tampa, Hillsborough County, Florida, on the 1<sup>st</sup> day of May, 2015.

  
Tony Terrance Xavier Johnson

STATE OF FLORIDA )  
COUNTY OF Hillsborough

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Tony Terrance Xavier Johnson, who is personally known to me or who produced a Florida drivers license as identification to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that they made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 8<sup>th</sup> day of May, 2015.



Printed Name: Sabrina Drzal  
Notary Public, state of Florida  
My commission expires: \_\_\_\_\_  
My commission no. is: \_\_\_\_\_


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Executed by the undersigned at Tampa, Hillsborough County, Florida, on the 8 day of

May

, 2015.

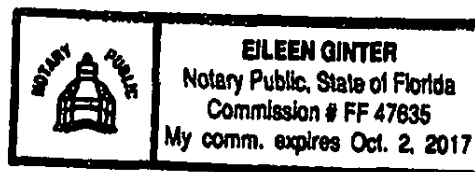
  
Ronald Edgar Toledo

STATE OF FLORIDA  
COUNTY OF Hillsborough

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Ronald Edgar Toledo, who is personally known to me or who produced a Florida drivers license as identification to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that they made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 8 day of May, 2015.

Printed Name: Eileen Ginter  
Notary Public, state of Florida Eileen Ginter  
My commission expires: 10/2/17  
My commission no. is: FF47635



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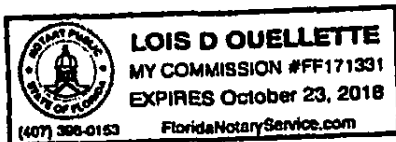
Executed by the undersigned at Punta Gorda, Charlotte County, Florida, on the 8th day of May, 2015.

Janet L. Wilcox  
Janet L. Wilcox

STATE OF FLORIDA )  
COUNTY OF Charlotte )

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Janet L. Wilcox, who is personally known to me or who produced a Florida drivers license as identification to be the person who made and subscribed to the foregoing Articles of Organization and certifies and acknowledges that they made and executed said Articles for the use and purposes therein expressed.

WITNESS my hand and official seal this 8 day of May, 2015.



Printed Name: Lois D. Ouellette  
Notary Public, state of Florida  
My commission expires: Oct 23, 2018  
My commission no. is: FF171331

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**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

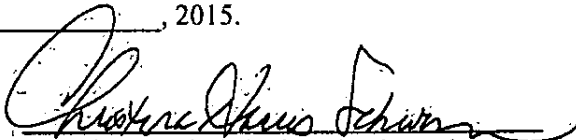
Pursuant to the provisions of Section 605.0113 of the Florida Revised Limited Liability Company Act and Chapter 48.062, Florida Statutes, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is **Air Ninja, LLC**.

The name of the registered agent for **Air Ninja, LLC** is **Christina Harris Schwinn**, and the street address of the registered office where the agent is located is 1833 Hendry Street, Fort Myers, Lee County, Florida 33901.

This statement is to acknowledge that, as indicated above, **Air Ninja, LLC** has appointed me, **Christina Harris Schwinn**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: This 11<sup>th</sup> day of May, 2015.

  
Christina Harris Schwinn, Registered Agent

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