

L15000107584

(Requestor's Name)

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☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

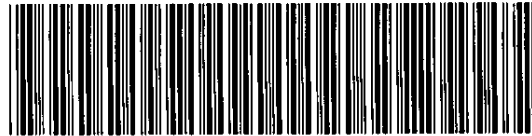
(Document Number)

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Special Instructions to Filing Officer:

~~W15-38729~~

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DEPARTMENT OF STATE
DIVISION OF CORPORATE
15 JUN - 2 PM 2:17
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TO ACKNOWLEDGE
SUFFICIENCY OF FILING

APPROVED
AND
FILED
15 JUN 23 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bryant Miller Olive PA
Requester's Name
101 North Monroe St. #900
Address
Talla FL 32301 850-222-8611
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Venture South, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☒ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 3, 2015

BRYANT MILLER OLIVER PA
101 NORTH MONROE ST. #900
TALLAHASSEE, FL 32301

SUBJECT: VENTURE SOUTH, LLC
Ref. Number: W15000038729

We have received your document for VENTURE SOUTH, LLC and check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned to you for the following reason(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."

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) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 215A00011622

APPROVED
AND
FILED

15 JUN 23 PM 4:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

VENTURE SOUTH, LLC (FLORIDA)

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes (the "Florida Revised Limited Liability Company Act" or the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida does set forth the following:

1. NAME

The name of the limited liability company is VENTURE SOUTH, LLC^(FLORIDA) (hereinafter referred to as the "Company").

2. PERIOD OF DURATION

The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:

- (i) Dissolution of the Company pursuant to the provisions of the Florida Revised Limited Liability Company Act; or
- (ii) By the mutual written agreement of a majority in capital interest of the Members (as hereafter defined); or
- (iii) As provided for in a written Operating Agreement executed by all of the members of the Company (collectively, the "Members" and each, separately, a "Member").

3. PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all

of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. ADDRESS OF PLACE OF BUSINESS

The mailing address and the street address of the place of business for the Company is 217 John Knox Road, Tallahassee, Florida 32303. Such address may be changed from time to time as provided in the Operating Agreement.

5. REGISTERED AGENT

The initial registered agent in Florida for the Company is A. L. Buford III, and the initial registered office is located at 217 John Knox Road, Tallahassee, Florida 32303.

6. MEMBERS

The Company shall have at least one (1) Member, and may admit new or additional Members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement.

7. CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members (if any) of the Company.

8. MANAGEMENT

The management of the Company shall be vested in one or more managers (collectively, the "Managers" and each, separately, a "Manager"). Any Manager shall have the powers, duties and authority expressly set forth in the Operating Agreement. The initial Manager appointed by the Members is A. L. Buford III. The said initial Manager shall serve as the sole Manager of the Company until the earlier to occur of: (i) his resignation; (ii) his death or incapacity;

or (iii) his removal by the vote of the Members holding at least seventy-five percent (75%) of the outstanding membership interests in the Company. If the initial Manager ceases to serve in such capacity for any of the forgoing reasons, then the Members may appoint one or more (or) successor Manager(s) in the manner provided for in the Operating Agreement. (For purposes hereof, any determination of incapacity shall be made in the manner provided for in the Operating Agreement.)

9. TRANSFER OF MEMBERSHIP INTERESTS

The transfer of the membership interests in the Company held by its Members shall be subject to certain restrictions contained in the Operating Agreement. Said restrictions may include, without limitation, rights of the Company and (or) its remaining Members to purchase the membership interests of any Member who transfers (or attempts to transfer) his, her or its membership interests in the Company either voluntarily or involuntarily, by operation of law or otherwise. (For purposes hereof, the term "membership interest" means the equity ownership interest in the Company held by a person who qualifies as a Member.)

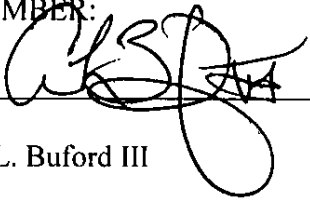
10. INDEMNIFICATION

To the full extent permitted by the Florida Revised Limited Liability Company Act, but except as expressly limited by the Operating Agreement, the Company shall indemnify any Member, Manager (or former Member or former Manager) from any and all liabilities, losses, costs, claims or damages incurred by such Member or Manager (or former Member or former Manager) arising out of (i) such person's ownership of a membership interest in the Company; or (ii) any act of such person that was made in his, her or its capacity as a Member.

[Signatures appear on the next following page.]

Executed at Tallahassee, Florida, this 1 day of June, 2015.

MEMBER:



A. L. Buford III

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AND
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15 JUN 23 PM 4:39

ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
(FLORIDA) ASSEE, FLORIDA

Having been appointed the registered agent of VENTURE SOUTH, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 605.0113 and is herewith simultaneously designated as registered agent by VENTURE SOUTH, LLC. (FLORIDA)

Executed this 1 day of June, 2015.

REGISTERED AGENT:



A. L. BUFORD III

**FOR THE LIMITED LIABILITY
COMPANY:**

VENTURE SOUTH, LLC, (FLORIDA)
a Florida limited liability company

By: 

Name: A. L. Buford III, Member