

L15000109558

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

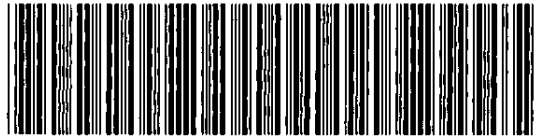
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATE
REGISTRATION
15 JUN 26 AM 10:02
NOT IN ORDER
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
15 JUN 26 AM 11:51

6-29-15 a

Bryant Miller Olive

Requester's Name

101 N Monroe St # 900

Address

Tallahassee FL 32301

City/State/Zip

Phone # 850-

Charles L. Cooper 222-8611

Office Use Only

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

1. Caroline E Cooper LLC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time

Next Day

☐ 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

ARTICLES OF ORGANIZATION
OF
CAROLINE E. COOPER, LLC

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 CAROLINE E. COOPER, LLC (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

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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 821 Lake Ridge Drive, Tallahassee, Florida 32312. 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 Caroline E. Cooper, and the initial registered office is located at 821 Lake Ridge Drive, Tallahassee, Florida 32312.

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 shall be Caroline E. Cooper. The said initial Manager shall serve as the sole Manager of the Company until the earlier to occur of: (i) her resignation; (ii) her death or incapacity; or (iii) her

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 18 day of June, 2015.

MEMBER/MANAGER:

Caroline Cooper

Caroline E. Cooper

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of CAROLINE E. COOPER, 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 CAROLINE E. COOPER, LLC.

Executed this 18 day of June, 2015.

REGISTERED AGENT:

Caroline Cooper
CAROLINE E. COOPER

**FOR THE LIMITED LIABILITY
COMPANY:**

CAROLINE E. COOPER, LLC,
a Florida limited liability company

By: Caroline Cooper
Name: Caroline E. Cooper, Manager