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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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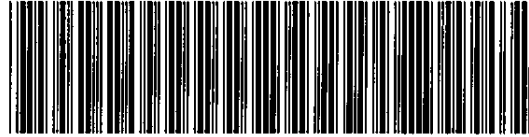
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Sun Hol 178, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Miriam L. Seidel
Name of Person

Sun Hol 178, LLC
Firm/Company

P.O. Box 1512
Address

Ormond Beach, FL 32175
City/State and Zip Code

mirseidelf@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Miriam L. Seidel at (386) 481-7826
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|--|---|---|

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 14, 2015

MIRIAM L. SEIDEL
P.O. BOX 1512
ORMOND BEACH, FL 32175

SUBJECT: SUN HOL 178, LLC
Ref. Number: W15000068202

We have received your document for SUN HOL 178, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We can not accept both sets of Articles of Organization.

If you are submitting the created version, please add the PRINCIPLE ADDRESS of the LLC you are filing.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 115A00021756

ARTICLES OF

ORGANIZATION OF

SUN HOL 178, LLC

A Florida Limited Liability Company

The undersigned person(s) hereby form a limited liability company under the laws of the state of Florida, USA, and adopt as the Articles of Incorporation of such limited liability company the following:

I. **NAME.** The name of the limited liability company shall be:

Sun Hol 178, LLC

II. The mailing address and street address of the principal office of the Sun Hol 178, Limited Liability Company is:

Mailing address: P.O. Box 1512, Ormond Beach, Florida 32175

Principal Office: 170 N. Yonge St., #120, Ormond Beach, Florida 32174

III. **REGISTERED AGENT.** The name and business address of agent for service of process in Florida shall be:

**Barbara Searcy
777 Lindenwood Circle West
Ormond Beach, Florida 32174**

IV. **DURATION.** The period of its duration shall be perpetual from the date of filing of the Articles of Incorporation with the Secretary of State of the State of Florida.

V. **MANAGEMENT OF THE COMPANY.** This Company shall be managed by the manager. Miriam Seidel has been named as Manager of this Company, by consent of the members, and shall have all powers, duties and responsibilities as outlined in the Operating Agreement. Only the Manager or Managing Members can bind the Company, Non-Managing Members have no authority to bind it. The Manager, Member or Managing Member shall have the following official mailing address: P.O. Box 1512, Ormond Beach, Florida 32175.

VI. **PURPOSE.** The purpose for which the limited liability company is organized shall be as follows:

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful business 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.

VII. **BUSINESS CONTINUANCE.** Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company

may continue the business of the Company upon unanimous agreement as provided in the Operating Agreement of the Company.

VIII. ADDITION AND REMOVAL OF MEMBERS. Additional members may be admitted at such times and on such terms and on such terms and conditions as all members may unanimously agree and as provided in the Operating Agreement of the Company. The members may be expelled or removed only in the manner provided in the Company's Operating Agreement

IX. INDEMNIFICATION. The Company shall indemnify an individual made a party to any proceeding that results from his or her relationship as a manager, officer, organizer, employee or agent of the Company against liability incurred in the proceeding if:

- A. He/She conducted himself/herself in good faith
- B. He/She reasonably believed his/her conduct was in or at least not opposed to the Company's best interest and
- C. In the case of any criminal proceeding, he/she had no reasonable cause to believe his/her conduct was unlawful.

Indemnification shall also be provided for an individual's conduct with respect to an employee benefit plan if the individual reasonably believed his/her conduct to be in the interests of the participants in and beneficiaries of such plan.

The Company shall pay for or reimburse the reasonable expenses incurred by a manager, officer, organizer, employee, or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding if:

- A. The individual furnishes the Company with a written affirmation of his/her good faith belief that he/she has met the standard of conduct described herein
- B. The individual furnishes the Company a written undertaking executed personally or on his behalf to repay the advance if it is ultimately determined that he/she did not meet the standard of conduct and
- C. A determination is made that the facts then known to those making the determination would not preclude indemnification under the law. The undertaking required by this paragraph shall be an unlimited general obligation, but need not be secured and may be accepted without reference to financial ability to make repayment.

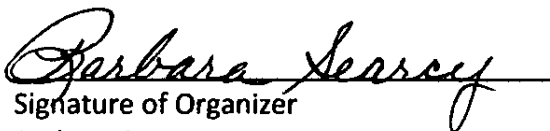
The indemnification and advance of expenses authorized herein shall not be exclusive to any other rights to which any manager, officer, organizer, employee or agent may be entitled under any bylaw, agreement, and vote of members or disinterested managers or otherwise. The Articles of Incorporation shall not be interpreted to limit in any manner the indemnification or right to advancement for expenses of an individual who would otherwise be entitled thereto. These Articles of Incorporation shall be interpreted as mandating indemnification and advancement of expenses to the extent permitted by law.

In addition to the foregoing, the Company shall indemnify and save the organization harmless for all acts taken by them as organizers of the Company, and shall pay all costs and expenses incurred by or imposed upon them as a result of the same, including compensation based upon the usual charges for expenditures required of them in pursuit of the defense against any liability arising on the account of acting as organizers or on the account of enforcing the indemnification right hereunder, and the Company releases them from all liability for any such act as organizers not involving willful or grossly negligent misconduct.

X. PREEMPTIVE RIGHTS. The members of the Company have preemptive rights only in the manner specified in the Operating Agreement.

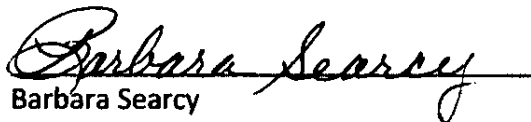
XI. ORGANIZER. This Company is organized by the undersigned.

Barbara Searcy, 777 Lindenwood Circle West, Ormond Beach, Florida 32174


Signature of Organizer
Barbara Searcy

10/3/15
Date

I, Barbara Searcy, 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, 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, F.S.


Barbara Searcy

10/3/15
Date

REQUIRED SIGNATURE:


Signature of Manager

(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 s.817.155, F.S.)

Miriam L. Seidel, Manager