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EFFECTIVE DATE <u>01/01/16</u>

JOHN A. RAINEY 2101 John Anderson Dr. Ormond Beach, Fl 32176 Phone 386-441-4843 Cell 386 -679 -2113 jarcrr@yahoo.com

Florida Department of State Division of Corporations

New Filing Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Fl. 32301 (850) 245-6053

December 15, 2015

Gentleman:

b .

We are applying for a new LLC. Pursuant to s. 605.0201, Florida Statutes. Attached are the application and Articles of Organization.

A check in the amount of \$160.00 to cover the filing fee, a Certified Copy and a Certificate of Status.

The best day time phone number to reach me would be 386-679-2113.

Sincerety anap in A. Rainey

<u>Articles of Organization</u> <u>Of</u> <u>JRGH, LLC.</u>

The undersigned certify that we have associated ourselves for the purpose of becoming a limited liability company under the laws of the state of Florida, providing for the formation, rights, privileges, and immunities of a limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I: The name of the limited liability company, JRGH, LLC.

ARTICLE II: The mailing address and the street address of the principal office of the limited liability company. 2101 John Anderson Dr., Ormond Beach, Florida 32176

ARTICLE III: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2101 John Anderson Drive, City of Ormond Beach, County of Volusia, State of Florida, and the name of the company's initial registered agent at that address is John A. Rainey.

ARTICLE IV: The name and address of each person authorized to manage and control the Limited Liability Company.

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John A Raincy, AMBR 2101 John Anderson Dr., Ormond Beach, Florida 32176 and

Gregory W. Harmon, AMBR 5925 Luke Ln, Flagler Beach, Fl., 32136

ARTICLE V: The effective Date for the JRGH, LLC. Is January, 01, 2016

The entity's first annual report form will be due January 1st of the calendar year following the year of formation.

ARTICLE VI: 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 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 authorized to permitting, or purporting to authorize or permit the limited liability company to do any business, exercise any power, or do any act which as limited liability company may conflict with Florida laws, lawfully carry on, exercise or do.

7. 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 regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

8. The following individuals in the following positions will comprise the JRGH, LLC.s management (the Management Team). The management team will be structured as a body of four members.

The Team

John A Rainey, AMBR 2101 John Anderson Dr., Ormond Beach, Florida 32176 and

Gregory W. Harmon, AMBR 5925 Luke Ln, Flagler Beach, Fl., 32136

Christa R. Rainey, Member 2101 John Anderson Dr., Ormond Beach, Florida 3 217 6

Jacqueline Harmon Member 5925 Luke Ln, Flagler Beach, Fl., 32136 Representing the team John Rainey and Gregory Harmon will be jointly representing the team.

9, A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

10.

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11._Any and all net income accruing to the JRGH, LLC. Shall be distributed in equal amounts to all members.

12. The term of this JRGH, LLC. Shall begin on the 01 day of January, 2016 and continue until terminated as provided for in 13. Termination

13._This JRGH, LLC. May be terminated by a vote of the members at the conclusion of any one of the projects with a requirement of four votes to continue the LLC.

14._The parties shall execute any documents and take all appropriate actions as may be necessary to give effect to the JRGH, LLC.

15. Neither party shall assign or transfer any of its rights or obligations hereunder without the prior written consent of the other parties.

16. This JRGH, LLC. Shall be governed by and construed in accordance with the laws of the state of Florida.

17. The Parties recognize the uncertainty of the law with respect to certain provisions of this Agreement and expressly stipulate that this Agreement will be construed in a manner that renders its provisions valid and enforceable to the maximum extent possible under applicable law. To the extent that any provisions of this Agreement are determined by a court of competent jurisdiction to be invalid or Unenforceable\, such provisions will be deleted from this Agreement or modified so as to make them enforceable and the validity and enforceability of the remainder of such provisions and of this Agreement will be unaffected.

18. All notices, requests, demands and other communications under this Agreement must be in writing and will be deemed duly given when personally delivered. All request for payments must be accompanied by the original invoice for recordkeeping purposes.

19. If at any time it shall be necessary for either party to institute or retain an attorney to enforce the provisions of this agreement, then the prevailing party shall be entitled to recover from the other a reasonable attorney fee, expenses and such other charges as such prevailing party may incur in so doing.

18. Complete Articles of Organization of the limited liability company

These Articles of Organization contain the entire agreement and understanding between the Parties, superseding all prior contemporaneous communications, representations, agreements, and understandings, oral or written, between the Parties with respect to the subject matter hereof. These Articles of Organization may not be modified in any manner except by written amendment executed by each Party hereto.

In Witness Whereof, the Parties have caused these Articles of Organization to be duly executed and delivered as of this 15th day of December, 2015.

Signed lohn A Signed Chin Christa R. Rainey

signeo Gregory Harmon Signed Jacqueline Har

STATE OF FLORIDA COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, a notary public duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, did appear JOHN A. RAINEY, CHRISTA R. RAINEY, GREGORY W. HARMON and JACQUELINE HARMON who are well known to me or who produced a drivers license or identification and they are the persons described as the subscribers in and who executed the foregoing Articles of Organization and they acknowledged before me that they subscribed to these Articles of Organization.

WITNESS my hand and official seal in the County and State aforesaid on this \underline{JSP} day of December, 2015

ped or printed. name of potary public: JEANMARIE Ciffore Ryan

NOTARY PUBLIC, State of Florida Commission No.<u>Ff090925</u>

OMMISSION

CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

JRGH, L.C., desiring to organize under the laws of the State of Florida with its registered office located at 2101 John Anderson Drive, Ormond Beach, Volusia County, Florida 32176, has named JOHN A. RAINEY as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-captioned corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office. I am familiar with and accept the obligations of that position.

John A. Rainey **Registered Agent**

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