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Requester's Name

101 N. Monroe St #900

Address

Tallah FL 32301

City/State/Zip

Phone #

850-222-8611

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

1. Caroline Cooper, LLC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

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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

## ARTICLES OF ORGANIZATION

OF

### CAROLINE 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:

#### **91281232.NAME**

The name of the limited liability company is CAROLINE COOPER, LLC (hereinafter referred to as the "Company").

#### **91281233.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").

#### **91281234.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.

**91281235.ADDRESS OF PLACE OF BUSINESS**

The mailing address and the street address of the place of business for the Company is 4438 Southpoint Boulevard, Jacksonville, Florida 32216. Such address may be changed from time to time as provided in the Operating Agreement.

**91281236.REGISTERED AGENT**

The initial registered agent in Florida for the Company is Caroline E. Cooper, and the initial registered office is located at 4717 Carlisle Road, Jacksonville, Florida 32210.

**91281237.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.

**91281238.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.

**91281239.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 Jacksonville, Florida, this 6 day of January, 2015.

MEMBER/MANAGER:

Caroline Cooper

Caroline E. Cooper

10-20-11 PM 12:01  
10-20-11 PM 12:01  
10-20-11 PM 12:01

**ACCEPTANCE BY REGISTERED AGENT**

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

Executed this 6 day of January, 2016.

**REGISTERED AGENT:**

Caroline Cooper  
**CAROLINE E. COOPER**

**FOR THE LIMITED LIABILITY  
COMPANY:**

**CAROLINE COOPER, LLC,**  
a Florida limited liability company

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

FILED  
16 JAN 11 PM 12:01  
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JACKSONVILLE, FLORIDA