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December 21, 2015

Florida Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32301

RE: Turning Leaf Partners, LLC

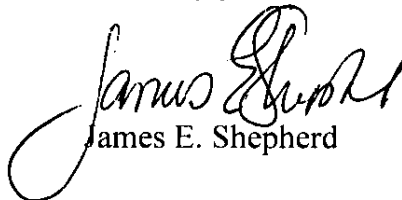
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above referenced business. Also enclosed is check in the amount of \$155.00 representing:

Filing Fees:	\$ 100.00
Registered Agent Designation:	\$ 25.00
Certified Copy of Record:	\$ 30.00

Please return the certified copy of the Articles of Organization to me at your earliest convenience.

Sincerely yours,

  
James E. Shepherd

JES/lo  
Enclosures

## **ARTICLES OF ORGANIZATION**

### **TURNING LEAF PARTNERS, LLC**

#### **ARTICLE I**

##### **Name and Principal Place of Business**

The name of this limited liability company is Turning Leaf Partners, LLC; the physical address of its principal office is 2150 Park Maitland Ct., Maitland, Orange County FL and its mailing address is 2150 Park Maitland Ct., Maitland, FL 32751

#### **ARTICLE II**

##### **Purposes**

This limited liability company is organized for the purpose of and shall have the power to engage in any activity or business authorized under Florida Statutes 605 and, in general, to carry on any and all incidental business, to have and exercise all the powers conferred by Florida Statute 605.0109, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

#### **ARTICLE III**

##### **Management and Exercise of Powers**

Management of this limited liability company is reserved to the members. The names and addresses of the initial member(s) are as follows:

Ryan D. Bitzer	80%
37513 Walker Cemetery Rd.	
Eustis, FL 32736	

William J. Riddle	20%
2150 Park Maitland Ct.	
Maitland, FL 32751	

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The powers of this limited liability company shall be exercised by or under the authority of, and the business and affairs shall be managed under, the direction of the members of this limited liability company.

This Article may be amended from time to time in accordance with the regulations of this limited liability company by unanimous vote of the members.

#### **ARTICLE IV**

##### **Duration**

Except as provided below, this limited liability company shall exist in perpetuity or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

Upon the death, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in this limited liability company, this limited liability company shall be dissolved except upon consent of all remaining members.

#### **ARTICLE V**

##### **Membership**

Except as provided otherwise in any applicable Members Agreement, new members of this limited liability company may only be admitted upon unanimous consent. Contributions required of new members shall be determined as of the time of admission to this limited liability company.

Except as provided otherwise in any applicable Members Agreement, a member's interest in this limited liability company may not be sold, assigned, transferred or conveyed without unanimous written consent of all members, and an assignee of an interest in this limited liability company may become a member only upon consent of all existing members.

#### **ARTICLE VI**

##### **Capital Contributions**

Initial capital contributions shall be by cash, property or other valuable assets in the amount of \$100.00.

Additional contributions will be made as required and as determined by unanimous consent of the members and will be made in such proportionate amounts as to maintain the capital accounts in the same proportion as arose from the original contribution set forth above.

#### **ARTICLE VII**

##### **Profits and Losses**

- A. Profits. After payment of the expenses of this limited liability company, each member shall be entitled to a distributive share of the profits of this limited liability company in proportion to each member's membership interest as of the date of distribution.. The distributive share of the profits shall be determined

and paid to the members by December 31<sup>st</sup> of each year or such other debts agreed to by all members.

- B. Losses. Any losses which occur in the operation of this limited liability company shall be paid from the profits and capital of this limited liability company or, if the profits and capital are not sufficient to pay for these losses, by the members in proportion to their membership interest.

#### **ARTICLE VIII** **Amendments**

This limited liability company reserves the right to amend or repeal any provision contained in this Articles of Organization or any amendment thereto upon the affirmative vote of the members representing a majority of then outstanding contributed and not returned capital of this limited liability company.

#### **ARTICLE IX** **Managing Members**


The affairs of the LLC may be conducted by a managing member who shall be elected by the members and shall serve at the pleasure of the members.

The names and addresses of the Managing Member is as follows:

Ryan D. Bitzer

  
\_\_\_\_\_  
Ryan D. Bitzer

Date 12/21/2015

  
\_\_\_\_\_  
William J. Riddle

Date 12/21/15


**ARTICLE X**

**Initial Registered Office and Registered Agent**

The street address of the initial registered office of this limited liability company is 37513 Walker Cemetery Rd., Eustis, FL 32751 and the name of the initial registered agent of this limited liability company at that address is Ryan D. Bitzer.

**CERTIFICATE OF ACCEPTANCE**

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, I hereby accept the appointment as registered agent 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 608, F.S.

  
\_\_\_\_\_  
Ryan D. Bitzer  
Registered Agent

Date: 12/21/15