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9/9/14

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 285021 3487A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : September 8, 2016

ORDER TIME : 4:50 PM

ORDER NO. : 285021-005

CUSTOMER NO: 3487A

DOMESTIC FILING

NAME: HWV HOLDINGS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams - EXT. 62935

EXAMINER'S INITIALS: \_\_\_\_\_

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**ARTICLES OF ORGANIZATION  
OF  
HWV HOLDINGS, LLC  
a Florida Limited Liability Company**

The undersigned pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, *Florida Statutes* ("Act"), hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be **HWV HOLDINGS, LLC** ("Company").

**ARTICLE II - PRINCIPAL OFFICE ADDRESS**

The street address of the principal office of the company shall be c/o Sam Rodgers Properties, Inc., 7381 Professional Parkway East, Sarasota, Florida 34240, and the mailing address of the company shall be c/o Sam Rodgers Properties, Inc., 7381 Professional Parkway East, Sarasota, Florida 34240.

**ARTICLE III - DURATION**

The Company's existence shall be perpetual, unless the Company is earlier dissolved, as provided in the Company's Operating Agreement.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent and registered office of the Company in the State of Florida is:

Richard S. Webb, IV, Esq.  
c/o Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.  
2033 Main Street, Suite 600  
Sarasota, Florida 34237

## **ARTICLE V - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the written consent of a majority of the member interests of the Company and on such terms and conditions as shall be determined by a majority of its member interests. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless a majority of member interests of the Company, approve of the proposed transfer by written consent.

## **ARTICLE VI - TERMINATION OF EXISTENCE - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved on the dissociation of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company and its affairs wound up in accordance with the Act or the Company's Operating Agreement unless the business of the Company is continued by the consent of a majority of the remaining member interests, provided there is at least one remaining member.

## **ARTICLE VII - MANAGEMENT**

The Company shall be a member-managed company and shall be managed in accordance with the Operating Agreement adopted by a majority of the member interests in the Company for the management of the business and affairs of the Company. Pursuant to Section 605.04074(2)(a) of the Act, no member of the Company shall be an agent of the Company solely by virtue of being a member. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the Act or these Articles of Organization. The name and address of each person currently authorized to manage the Limited Liability Company are as follows:

Name and Address

Title

Kathleen S. Dixon, Trustee  
of the Sam R. Rodgers Irrevocable  
Family Trust Agreement of 2016  
c/o Sam Rodgers Properties, Inc.  
7381 Professional Parkway East  
Sarasota, Florida 34240

Managing Member

The managing member shall serve until her successor is elected and qualified or until her replacement or resignation.

**ARTICLE VIII - AMENDMENT**

The Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization upon approval of a majority of its member interests and in accordance with the Act.

**ARTICLE IX - EFFECTIVE DATE**

These Articles of Organization shall become effective on the date of filing with the Florida Department of State.

**[End of text - signature on following page]**

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be her act this 8<sup>th</sup> day of September, 2016.

*This document is executed in accordance with Section 605.0203 (1) (b), Florida Statutes and the execution of this document constitutes an affirmation under penalty 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 §817.155, Florida Statutes.*

Kathleen S. Dixon

Kathleen S. Dixon, as Trustee of the Sam R. Rodgers Irrevocable Family Trust  
Agreement of 2016  
Managing Member

STATE OF FLORIDA

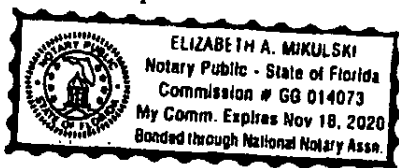
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of September, 2016, by Kathleen S. Dixon, as Trustee of the Sam R. Rodgers Irrevocable Family Trust Agreement of 2016, who personally appeared before me and is personally known to me.

Elizabeth A. Mikulski  
Notary Public, State of Florida

My commission expires:

Elizabeth A. Mikulski  
Printed Name of Notary



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 605.0113(2), *Florida Statutes*, the undersigned limited liability company submits the following statement in designating the Registered Agent/registered office in the State of Florida.

1. The name of the limited liability company is **HWV HOLDINGS, LLC.**
2. The name and address of the Registered Agent and office is:

**Richard S. Webb, IV, Esq.**  
**c/o Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.**  
**2033 Main Street, Suite 600**  
**Sarasota, Florida 34237**

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 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.

Dated this 8<sup>th</sup> day of September, 2016.



Richard S. Webb, IV

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