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220 HOLLYWOO	D BLVD, LLO	2	
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ARTICLES OF ORGANIZATION FOR 220 HOLLYWOOD BLVD., LLC

Pursuant to the provisions of the Florida Revised Limited Liability Company Act, FLA. STAT. § 605.0201, *et seq.* (the "Florida Revised LLC Act"), the undersigned hereby certifies that the persons named herein as Members have associated themselves for the purpose of a limited liability company under the laws of the State of Florida, and hereby adopt the following Articles of Organization as the Charter and authority for the conduct of business of such limited liability company:

ARTICLE I: NAME

The name of the limited liability company shall be 220 HOLLYWOOD BLVD., LLC (the "Company").

ARTICLE II: PURPOSE

The Company is organized for the following purposes: (A) to own, maintain, and sell real property; (B) to accomplish any lawful activity or business whatsoever, or which shall at any time and from time to time appear to the Company to be necessary, desirable, or appropriate for the protection of the Company and/or its assets; (C) to exercise all powers necessary to or reasonably connected with the Company's business, which may be legally exercised under the Florida Revised *LLC* Act; and (D) to engage in and perform all activities necessary, customary, convenient, or incident to any of the foregoing as the Members may deem prudent and advisable.

ARTICLE III: EFFECTIVE DATE; TERM

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State, and shall thereafter continue in existence perpetually, unless earlier dissolved or extended in accordance with the Operating Agreement of 220 HOLLYWOOD BLVD., LLC, (the "Operating Agreement"), and/or the Florida Revised LLC Act.

ARTICLE IV: INITIAL MEMBERS

The name(s) and address of the initial Member(s) is:

Peter F. Bayer as Trustee of the Peter F. Bayer Revocable Trust Agreement dated May 23, 1995 257 West Miraele Strip Parkway Mary Esther, FL 32569



ARTICLE V: DISSOLUTION

Upon the occurrence of any Dissolution Event (as defined in the Operating Agreement of the Company), the Company shall be deemed to have dissolved unless, within ninety (90) days after such date, the Members affirmatively agree in writing to continue the business of the Company.

Upon dissolution, the Company shall cease to carry on its business, except as otherwise permitted by Florida law, and the Company shall file a statement of commencement of winding up and publish notices, as required, in accordance with the Florida Revised LLC Act.

<u>ARTICLE VI:</u> <u>COMPANY ADDRESS; REGISTERED OFFICE ADDRESS;</u> <u>REGISTERED AGENT</u>

The mailing address, street address and principal office address of the Company shall be 257 West Miracle Strip Parkway, Mary Esther, FL 32569. Peter F. Bayer shall be the initial registered agent to accept service of process in the State of Florida with a street address of 257 West Miracle Strip Parkway, Mary Esther, FL 32569.

ARTICLE VII: CAPITAL CONTRIBUTIONS

The Members shall contribute cash and/or additional property from time-to-time in accordance with the provisions of the Operating Agreement.

ARTICLE VIII: MANAGEMENT

Management of the Company will be determined by the Members as set forth in the Operating Agreement.

ARTICLE IX: OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement governing this Company shall be vested in the Members.

ARTICLE X: INDEMNIFICATION

Unless unauthorized by law, the Company shall indemnify and hold harmless any Member

who was or is a party, or is threatened to be made a party, to any Proceeding by reason of the fact that such person is or was a Member of this Company, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such Proceeding, if that person acted in good faith and in a manner that person reasonably believed to be in the best interests of this Company, and, in the case of a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Company may, at its discretion, indemnify as set forth in this Article others who are agents or employees of the Company.

IN WITNESS WHEREOF, the undersigned hereby certifies that the foregoing constitutes the Articles of Organization for 220 HOLLYWOOD BLVD., LLC, and these Articles of Organization were executed by the undersigned Member(s) in Okaloosa County. Florida on this day of Sept.2016.

Peter F. Bayer as Trustee of the Peter F. Bayer Revocable Trust Agreement dated May 23, 1995 Member

STATE OF FLORIDA) COUNTY OF OKALOOSA)

On this Utday of Sept. 2016. before me personally appeared Peter F. Bayer as Trustee of the Peter F. Bayer Revocable Trust Agreement dated May 23, 1995, who is a Member of a Florida limited liability company to be formed, to me who [] personally known to be the person who executed the foregoing, or [Y] produced <u>CLTINETS INCENSE</u> as identification and acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set pry hand and seal in the County and State aforesaid.

or obtaine.

[Seal]



DESIGNATION OF REGISTERED AGENT

Pursuant to Section 605.0113, Florida Statutes, the following statement is submitted:

220 HOLLYWOOD BLVD., LLC, a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

Peter F. Bayer, 257 West Miracle Strip Parkway, Mary Esther, FL 32569.

as its registered agent to accept service of process in the State of Florida.

ACCEPTANCE BY THE REGISTERED AGENT

I, Peter F. Bayer, hereby accept appointment as Registered Agent for 220 HOLLYWOOD BLVD., LLC, and do hereby understand and accept the obligations of the position. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I acknowledge my acceptance with my signature below on this 16^{+5} day of 2016.

Peter F. Bayer, Registered Agent

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