

L200000005785

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/30/19--01006--021 **125.00

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12/30/19 PM 1:14

2020 JAN 08 PM 1:26



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 2, 2020

BRYANT MILLER OLIVE P.A.

SUBJECT: COMMONWEALTH VENTURE (TLH), LLC
Ref. Number: W20000000062

We have received your document for COMMONWEALTH VENTURE (TLH), LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Marti Simmons
Regulatory Specialist II

Letter Number: 520A00000035

BRYANT MILLER OLIVE P.A.

Requester's Name

101 North Monroe St., Suite 900

Address

Tallahassee, FL 32301 (850) 222-8611

City/State/Zip

Phone #

Office Use Only

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

1. Commonwealth Venture (TLH), LLC

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time

Next Day

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

Examiner's Initials

COVER LETTER

**TO: New Filing Section
Division of Corporations**

SUBJECT: Commonwealth Venture (TLB), LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles L. Cooper Jr.

Name of Person

Bryant Miller Olive P.A.

Firm/Company

101 North Monroe Street, Suite 900

Address

Tallahassee, FL 32301

City/State and Zip Code

cccooper@bimolaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Pamela K. McCrary 850 222-8611
 _____ at (_____) _____
 Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee & Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$160.00 Filing Fee.
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

New Filing Section Division
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF ORGANIZATION
OF
COMMONWEALTH VENTURE (TLH), 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:

1. NAME

The name of the limited liability company is Commonwealth Venture (TLH), LLC (hereinafter referred to as the "Company").

2. PERIOD OF DURATION

The period of duration of the Company shall be from the date of filing of these 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 the Members holding a majority percentage of the outstanding membership interests in the Company; 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").

3. 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, and for any other specific

purposes that may be provided for in the Operating Agreement. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. ADDRESS OF PLACE OF BUSINESS

The initial mailing address and the street address of the place of business for the Company is 101 N. Monroe Street, Suite 900, Tallahassee, Florida 32301. Such address may be changed from time to time as provided in the Operating Agreement.

5. REGISTERED AGENT

The initial registered agent in Florida for the Company is Charles L. Cooper, Jr., and the initial registered office is located at 101 N. Monroe Street, Suite 900, Tallahassee, Florida 32301. Such address may be changed from time to time as permitted by the Act.

6. 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 for in the Operating Agreement.

7. 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.

8. MANAGEMENT

The management of the Company shall be vested in its Members. The Members may elect one or more managers (collectively, the "Managers" and each, separately, a "Manager"), in the

manner provided for in the Operating Agreement. Any Manager shall have all of the powers, duties and authority permitted under the Act, except as expressly otherwise set forth in the Operating Agreement. The initial Manager shall be Charles L. Cooper, Jr. He shall serve in such capacity subject to and in accordance with the terms of any written Operating Agreement entered into by the Member(s) of the Company. The Company may, from time to time, have new or additional Managers, who shall be appointed in the manner provided for in the Operating Agreement, and shall serve upon the terms and conditions provided for therein.

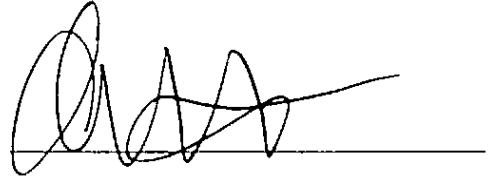
9. TRANSFER OF MEMBERSHIP INTERESTS

The transfer of the membership interests in the Company held by its Members may 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.

Executed at Tallahassee, Florida, this 30th day of December, 2019, by the undersigned in his capacity as Authorized Member for purposes of executing and filing these Articles.

A handwritten signature in black ink, consisting of a large, stylized 'C' followed by several loops and a long horizontal stroke extending to the right, positioned above a solid horizontal line.

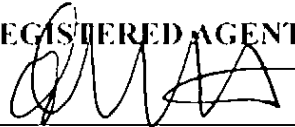
Charles L. Cooper, Jr.

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of COMMONWEALTH VENTURE (TLH), LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 605.0113, Florida Statutes, and is herewith simultaneously designated as registered agent by COMMONWEALTH VENTURE (TLH), LLC.

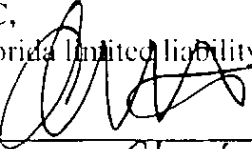
Executed this 30th day of December, 2019.

REGISTERED AGENT:


Print Name: Charles L. Cooper, Jr.

**FOR THE LIMITED LIABILITY
COMPANY:**

**COMMONWEALTH VENTURE (TLH),
LLC,**
a Florida limited liability company


By: _____
Print Name: Charles L. Cooper, Jr.
Title: Authorized Member