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ARTICLES OF ORGANIZATION  
OF  
**Prockroc, LLC.**

ORGANIZED UNDER THE LAWS  
OF  
THE STATE OF FLORIDA

The undersigned, acting as the organizers of a limited liability company under the Florida Limited Liability Company Act (the "Act"), hereby adopt the following Articles of organization for , LLC. (Hereinafter referred to as "**Prockroc**" the "Company").

1. The name of the Company is **Prockroc, LLC.** Limited Liability Company (LLC.)
2. The Company shall continue in existence until it is dissolved in accordance with the Provisions of the operating agreement, or, if there is no operating agreement or no Provision in the operating agreement governing the duration of the Company, then in Accordance with the Florida Limited Liability Company act, or other applicable laws.
3. The Company is organized for the purpose of engaging in the business of
  - a) Serve as printing service and product specialty store. Custom service provider
  - b) Distribution of custom apparel, clothing, sports wear
  - c) Provide design work and manufacturing of product items.
  - d) Build and maintain retail and online retail shopping portal and or center
  - e) Create, establish and promote "Prockroc" brand and or title.
  - f) Trademark branding and licensing agreements for likeness and image of all Prockroc Projects, promotions and events marketed by and on behalf Prockroc under the trade name or mark
  - g) Create, write and produce Prockroc books, film, video, audio, or any multimedia form.
  - h) Promoting private and public events for social and recreational purposes.
  - i) Enhance economic development, empowerment and job opportunities.
  - j) Operate and or lease space for restaurants, vending of food and beverages.

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k) Market and sale retail products and services.

l) To engage in advertising, marketing and promotional sales.

m) To engage in any lawful act or activity for which Limited Liability Companies

May be organized under the Laws of the State of Florida.

To lease, purchase or otherwise acquire real estate and or land for the purpose of

Carrying community development projects for residential, and commercial.

On the enterprise of the organization or for investment purposes.

n) To have one or more offices, and conduct any or all of its operations and

Business and to promote its objects within or without the State of Florida, with

Out restriction as to place or amount.

o) To borrow money for any purposes of the company, and to issue bonds,

Debentures, stocks, notes, and other obligations thereof~ without security, or

Secured by, pledge or mortgage of the whole, or any part of its property, real or

Personal; and to draw, make, accept, endorse, discount, guarantee, execute and

Issue promissory notes, bill or exchange drafts, warrants, and all kinds of

Obligations and certificates and negotiable or transferable instruments;

p) To acquire the good will, rights, and property, and to undertake the whole or

Any parts of the assets and liabilities of any person, firm, association or

Corporation; to pay for the same in cash, with ownership interest of this organization, or

Any other property; to hold or in any manner dispose of the whole or any part of the

Property as purchased; to conduct in any lawful manner the whole or part of any

Business so acquired and exercise all the powers necessary or to convenient in and

About the conduct and management of such business.

q) To guarantee, purchase, or otherwise acquire, hold, sell, assign, transfer,

Mortgage, pledge or otherwise dispose of, ownership interest, bonds, or

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Other evidences of indebtedness created by other corporations, and while the holder  
Of such interest, to exercise all rights and privileges of ownership, including the right  
To vote thereon, to the same extent as a natural person might or could do;

1. To protect the services of the corporation, or any part thereof by trademarks,  
Trade names, or any distinguishing name or title, and to acquire or take over the  
Trade marks, trade name, process, formulas, patent rights, inventions, and apparatus and  
Useful and convenient in the conduct of said services of the corporation.
2. To enter into, make and perform contracts of every kind for any lawful purpose,  
With any person, firm, association or any corporation, city, town, county, body  
Politic, state, territory, government, or any governmental division, corporation or agency;
- m. To establish lines of credit with banking houses or elsewhere, for the purpose  
Hereinbefore enumerated and set forth, and to incur indebtedness, and to raise,  
Borrow and secure the payment of the money in any lawful manner, including the  
Issue and sale or other disposition of bonds, warrants, debentures, obligations,  
Negotiable and transferable instruments, and evident of indebtedness of any kind  
Whether or not secured by mortgage, pledge, deed of trust, or otherwise, for the  
Purpose in or about its business or affairs without limit as to amount except as  
Provided by statute, this to be done on such terms and conditions, and by such  
Officers as said banking house or houses may require.
- n. To do such other things as are incidental, proper or necessary to the operation of  
The business, or to the carrying out of the objects, purposes, powers and privileges  
Herein granted, as well as to exercise all those powers expressly conferred on  
Business corporations and enumerated in the Florida Limited Liability Company  
Act, together with all other rights bestowed upon such corporations under the laws  
Of the State of Florida. The foregoing clauses shall be construed as objects, purposes,  
Powers and provisions for the regulation and conduct of the Limited Liability Company,

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The directors and members, in addition to those powers specifically conferred upon the Company by law, and it is hereby expressly provided that the foregoing specific Enumeration of objects shall not restrict in any manner the powers of the company Otherwise granted by law.

3. The mailing address of the initial registered office is 1919 NW 56<sup>th</sup> Street, Miami, Florida 33142.

4. The name of the initial registered agent of the company at such address is Eric M. Proctor

5. The names and addresses of the initial member(s) of the company are:

(1). Eric M. Proctor 1919 NW 56<sup>th</sup> Street, Miami, Florida, 33142

(2). Peter Proctor, Jr. 3019 Winchester Rd, Huntsville, Alabama, 35810

(3). Crystal Y. Proctor 1919 NW 56<sup>th</sup> Street, Miami, Florida, 33142

6. The initial members of the company may admit additional members at such times and

Upon such terms and conditions as may be agreed by the company and the additional members.

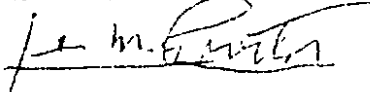
7. The names of the initial members, titles held, and percentage of investment and

Ownership is as follows:

Percentage of

Name

Eric M. Proctor



Office

Managing Member / President

Ownership

100%

Principal address and mailing address of the business is

1919 N. W. 56th street, Miami Florida 33142

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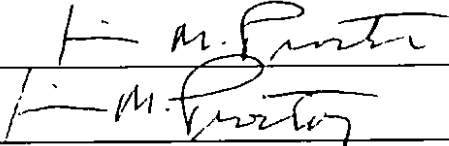
8. The liability of each member shall be limited to the amount of their investment or

Their percentage of ownership.

9. The Company shall be managed by one or more managers. The names and mailing Address of the initial manager[s], who shall serve as manager [and CEO until the first Annual meeting of members of the Company or until his [or their] successor[s] is [are] Duly elected, is [are]: Eric M, Proctor 1919 NW 56<sup>th</sup> Street, Miami, Florida 33142.

IN WITNESS HEREOF these Articles of Organization have been executed on this

The 15<sup>th</sup> DAY OF JUNE, 2019 by the undersigned.

By:   
President

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Registered Agents Acknowledgment

Eric M. Proctor

NAME

1919 NW 56th Street

Florida Street Address

Miami

Florida

33142

City

State

Zip

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 as provided for in Chapter 605, F.S.

Eric M. Proctor

Registered Agent's Signature

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