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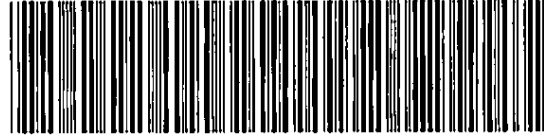
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SECRETARY OF STATE
TALLAHASSEE, FL 32310

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

KWHP116, LLC

Signature _____

Requested by: BA

5/5/21

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

_____ Art of Inc. File _____
_____ LTD Partnership File _____
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_____ Certificate of Status _____
_____ Certificate of Fictitious Name _____
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_____ Officer Search _____
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_____ UCC 11 Retrieval _____
_____ Courier _____

99-0110 5-11-21 1232

ARTICLES of ORGANIZATION
of
KWHPII6, LLC

In order to form and create a limited liability company pursuant to Chapter 605 and Fla. Stat. §605.0201 of the laws of the State of Florida, we do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following.

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

In accordance with Fla. Stat. §605.0112 and §605.0201(2)(a), the limited liability company's name shall be:
"KWHPII6, LLC"

ARTICLE II - PERIOD OF DURATION OF LIMITED LIABILITY COMPANY

This limited liability company shall have an indefinite duration in accordance with Fla. Stat. §605.0108(3). This limited liability company's existence shall begin at the date and time when the Articles of Organization are filed with the Florida Department of State, all in accordance with Fla. Stat. §605.0201(4) and Fla. Stat. §605.0207.

ARTICLE III - LOCATION OF PRINCIPAL OFFICE

As required under Fla. Stat. §605.0201(2)(b), the mailing and street address of this limited liability company's principal office is as follows:

Street Address:

8050 Kimway Drive
Richmond, VA 23228

Mailing Address:

8050 Kimway Drive
Richmond, VA 23228

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this limited liability company's initial registered agent address in the State of Florida is: *1009 Simonton Street, Key West, Florida 33040*. The name of the registered agent at such registered office is:

RICHARD M. KLITENICK, ESQ.

ARTICLE V - ADMISSION OF NEW MEMBERS

Members may admit additional new Members in compliance with the terms and conditions of this article. A new Member may be admitted into this limited liability company only if (i) such new Member acquires ownership units in this limited liability company, (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with, (iii)

such new Member agrees to comply with any operating agreement then in effect governing this limited liability company and (iv) such new Member executes such instruments as the other Members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new Member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article VIII hereof.

ARTICLE VI - CONTINUATION OF BUSINESS

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the term of years set forth in Article II hereof.

ARTICLE VII - COMPOSITION OF MANAGEMENT

In accordance with Fla. Stat. §605.0201(3)(a), this limited liability company shall be managed by a Manager for purposes of Fla. Stat. §605.0407 and other relevant provisions of Chapter 605, Florida Statutes. This limited liability company shall be initially managed by two (2) Managers, WILLIAM AUBREY PAULETTE and CAROLYN ESTES PAULETTE, and no other persons or individuals shall have the right to manage this limited liability company until such time, by corporate action, that the Manager(s) are removed or replaced, resigns, dies, voluntarily retires or consent in writing to a successor Manager. Accordingly, this Limited Liability Company is to be a Manager-managed company as set forth in Fla. Stat. §605.0407(1)(a) and Fla. Stat. §605.0201(3)(a) and shall be so managed initially by the Managers, WILLIAM AUBREY PAULETTE and CAROLYN ESTES PAULETTE. Upon the removal, replacement, resignation, death, or retirement, or written consent to a successor Manager(s) the successor Manager(s) shall be selected (i) in accordance with any then adopted Operating Agreement governing this Limited Liability Company or (ii) if no such operating agreement has been so adopted, by majority percentage vote of Members holding a majority of Units in this Limited Liability Company.

In accordance with the foregoing, the name and addresses of the Managers of this Limited Liability Company are:

<u>Name of Manager</u>	<u>Address</u>
WILLIAM AUBREY PAULETTE	8050 Kimway Drive Richmond, VA 23228
CAROLYN ESTES PAULETTE	8050 Kimway Drive Richmond, VA 23228

Notwithstanding anything to the contrary contained in Fla. Stat. §605.0407 or Fla. Stat. §605.0404(2) (or successor sections) the Managers shall have sole discretion in making decisions to make distributions to members from this

limited liability company. Furthermore, since this limited liability company is to be a Manager-managed company, the Managers shall have all the rights afforded under Fla. Stat. § 605.0407(3) (or successor statute); and the rights afforded to the Managers hereunder shall not be abridged by any subsequent amendments to this limited liability company's Operating Agreement.

ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is one thousand (1,000) units, all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future Members, if any. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company (to the extent distribution is authorized) in an amount equal to that ratio in which the number of units held by that Member is the numerator and the total number of units outstanding is the denominator.

ARTICLE IX - PURPOSE OF LIMITED LIABILITY COMPANY

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 605, Florida Statutes.

ARTICLE X - STATEMENT OF AUTHORITY AGREEMENT

This limited liability company may file a Statement of Authority as so provided in Fla. Stat. §605.0302. Such statement of authority may encompass all or any matters set forth in Fla. Stat. §605.0302.

ARTICLE XI - OPERATING AGREEMENT

Upon the majority consent of all members hereto, this limited liability company may adopt an 'Operating Agreement' which shall govern the operations of this limited liability company, shall prescribe the method for electing the Managers and designating successors and shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and govern legal arrangements among Members. Nothing in these

Articles of Organization shall compel the Members to adopt such an Operating Agreement unless they deem same desirable

IN WITNESS WHEREOF, the undersigned organizers of this limited liability company have executed these Articles of Organization on this 5th day of May, 2021

KWHPH6, LLC,
a Florida limited liability company

By: WDR
WILLIAM AUBREY PAULETTE, Manager

By: Carolyn Estes Paullette
CAROLYN ESTES PAULETTE, Manager

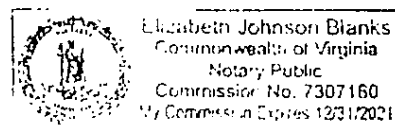
COMMONWEALTH OF VIRGINIA
COUNTY OF Henrico

I HEREBY CERTIFY that before me, an officer duly authorized to administer oaths and take acknowledgements in the Commonwealth of Virginia, the foregoing instrument was acknowledged by means of ☒ physical presence or ☐ online notarization by WILLIAM AUBREY PAULETTE and CAROLYN ESTES PAULETTE, the signors who are personally known to me, or, who have produced VA Drivers Licenses as identification and who executed the foregoing Articles of Organization, and they acknowledged to and before me that they executed said instrument for the purposes therein expressed

WITNESS my hand and official seal on this 5th day of May, 2021

Elizabeth Johnson Blanks
Notary Public Commonwealth of VA
Commission expires 12/31/21

(S AND SEAL)



CERTIFICATION DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapters 605 and 48.061, Florida Statutes, the following is submitted
That KWHPH6, LLC, desiring to qualify under the laws of the State of Florida as a limited liability company with its
principal place of business in the City of Richmond, VA has named RICHARD M. KLITENICK, ESQ., as its agent to
accept service of process.

KWHPH6, LLC,
a Florida limited liability company

By: WAP
WILLIAM AUBREY PAULETTE, Manager

By: Carolyn Estes Paulette
CAROLYN ESTES PAULETTE, Manager

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 605 of Florida Statutes, the
undersigned does hereby accept this appointment as Registered Agent on whom process may be served within the
State of Florida for the limited liability company named in the foregoing Articles of Organization and by affixing such
Registered Agent's signature below states that he is familiar with, and accepts the obligations of that position.

REGISTERED AGENT.

RMK
RICHARD M. KLITENICK, ESQ.
May 5, 2021

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