

L21000259257

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



PICK-UP



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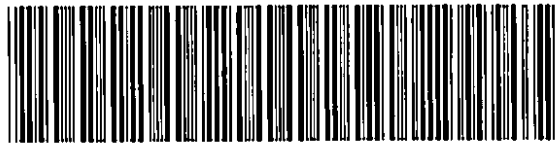
(Business Entity Name)

(Document Number)

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2021 JUN -3 AM 11:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

2021 JUN -3 AM 10:29

SECRETARY OF STATE
TALLAHASSEE, FL

BRYANT MILLER OLIVE P.A.

Requester's Name

1545 Raymond Diehl Road, Suite 300

Address

Tallahassee, FL 32308

City/State/Zip

850-222-8611

Phone #

Office Use Only

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

1. Upstream Consulting, LLC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☒ Walk in

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☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☒ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Upstream Consulting, 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

1545 Raymond Diehl Road, Suite 300

Address

Tallahassee, FL 32308

City/State and Zip Code

ccooper@bmoilaw.com

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

For further information concerning this matter, please call:

Charles L. Cooper Jr.

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

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2021 JUN -3 AM 10: 29

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION

OF

UPSTREAM CONSULTING, 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 UPSTREAM CONSULTING, 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 its 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 a majority in capital interest of the Members (as hereafter defined); 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. 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 821 Lake Ridge Drive, Tallahassee, Florida 32312. 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 Olivia C. Cooper, and the initial registered office is located at 821 Lake Ridge Drive, Tallahassee, Florida 32312.

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 in any Operating Agreement between or among any of the Company and its Member(s).

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 Company shall cease its operations (except for transactions reasonably necessary in connection with the winding up of its business) and be dissolved.

8. MANAGEMENT

The management of the Company shall be vested in its Member(s). The Member(s) may, by the written approval of the Member(s) holding a majority of the outstanding membership interests in the Company, appoint one or more managers (collectively, the "Managers" and each, separately, a "Manager"). If appointed, each Manager shall have the powers, duties and authority

expressly set forth in the authorizing resolution adopted by the Member(s) appointing such Manager.

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 any Operating Agreement. Said restrictions may include, without limitation, rights of the Company and (or) any of 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 of these Articles of Organization, 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 any 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 1st day of June, 2021.

AUTHORIZED MEMBER:



Olivia C. Cooper

ACCEPTANCE BY REGISTERED AGENTP

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

Executed this 1st day of June, 2021.

REGISTERED AGENT:

Olivia C. Cooper
OLIVIA C. COOPER

**FOR THE LIMITED LIABILITY
COMPANY:**

UPSTREAM CONSULTING, LLC,
a Florida limited liability company

By: Olivia C. Cooper
Name: Olivia C. Cooper, Member

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**SECRETARY OF STATE
TALLAHASSEE, FL**