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(Address)

(City/State/Zip/Phone #)

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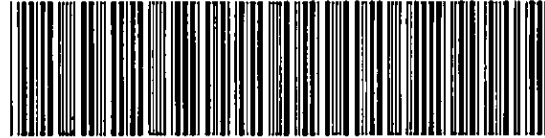
(Business Entity Name)

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**COVER LETTER**

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

**SUBJECT:** Ocean Charters, 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:

Alexander J. Menendez, Esq.  
Name of Person  
Pavese Law Firm  
Firm/Company  
1833 Hendry Street  
Address  
Fort Myers, Florida 33901  
City/State and Zip Code  
AJM@Paveselaw.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Alexander J. Menendez      239      334-2195  
Name of Person      Area Code      Daytime Telephone Number

Enclosed is a check for the following amount:

- |  |   |  |   |
|--|---|--|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(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 OCEAN CHARTERS, LLC

The undersigned certifies that he is acting as an Authorized Representative for the purpose of forming a limited liability company under the laws of the State of Florida providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further certifies that the following Articles of Organization of Ocean Charters, LLC ("Articles") shall serve as the charter and authority for the conduct of business of the limited liability company.

### ARTICLE I: NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be OCEAN CHARTERS, LLC ("Company") and its principal office shall be located at 1833 Hendry Street, Fort Myers, Florida, 33901, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be 4706 Chiquita Boulevard, 200-313, Cape Coral, Florida 33914.

### ARTICLE II: PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this Company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform

any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this Company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III: INITIAL MEMBERSHIP

Jack Jedynak shall be the initial member of the Company.

### ARTICLE IV: EXERCISE OF POWERS

Company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of, the members of this Company. The Company shall be a member-managed limited liability company. Members are authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including but not limited to, deeds, bills of sale, transfers, leases, promissory notes, mortgages, security agreements, and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred, or evidenced.

### ARTICLE V: MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. However, for tax purposes, a Member cannot be a nonresident alien. There shall only be one form of member, and there shall not be any classes of members. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all

members, or except as otherwise specified in the Operating Agreement of OCEAN CHARTERS, LLC ("Operating Agreement") or in a separate written agreement regarding purchase and sale executed by all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI: DISTRIBUTIONS

The members shall be entitled to the Net Profits, as defined in the Operating Agreement of the Company, arising from the operation of the Company business that remains after the payment of the expenses of conducting the business of the Company. The distribution of the profits shall be determined as provided in the Operating Agreement.

#### ARTICLE VII: DURATION

The Company shall commence on the date these Articles are duly filed as required by law and shall be perpetual, unless sooner terminated, liquidated or dissolved, as provided in the Operating Agreement.

#### ARTICLE VIII: TAX ELECTION

It is intended that the Company will file as a Subchapter S Corporation. The Company is a domestic business entity with fewer than one hundred (100) members.

#### ARTICLE IX: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1833 Hendry Street, City of Fort Myers, County of Lee, State of Florida 33901, and the name of the company's initial registered agent at that address is PLF REGISTERED AGENT, L.L.C.

*[The remainder of this page is intentionally left blank and a signature page is to follow]*

The undersigned, being the Authorized Representative of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of OCEAN CHARTERS, LLC.

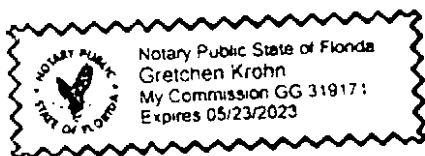
Executed by the undersigned at Fort Myers, Lee County, Florida, on the 27<sup>th</sup> day of October, 2021.

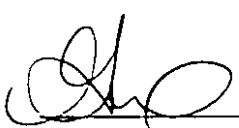
  
\_\_\_\_\_  
Jack Jedynak  
Authorized Representative

STATE OF FLORIDA            )  
COUNTY OF LEE            )

I HEREBY CERTIFY that before me, by means of ☒ physical presence or ☐ online notarization, the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared Jack Jedynak, Authorized Representative, who subscribed to the foregoing Articles of Organization and certifies and acknowledges that he made and executed said Articles for the use and purposes therein expressed. Jack Jedynak is ☐ personally known to me to me or ☒ produced 1c Driver's License as identification.

WITNESS my hand and official seal this 27<sup>th</sup> day of October, 2021.



  
\_\_\_\_\_  
Notary Public

**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of Section 605.0113 of the Florida Revised Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is **OCEAN CHARTERS, LLC**.

The name of the registered agent for **OCEAN CHARTERS, LLC** is **PLF REGISTERED AGENT, L.L.C.**, and the street address of the registered office where the agent is located is 1833 Hendry Street, Fort Myers, Lee County, Florida 33901.

This statement is to acknowledge that, as indicated above, **OCEAN CHARTERS, LLC** has appointed **PLF Registered Agent, L.L.C.**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: This 27<sup>th</sup> day of October, 2021.

PLF REGISTERED AGENT, L.L.C.

By: Pavese Law Firm, its Authorized Member

By:

Charles Bryan Capps, Partner

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