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TALLAHASSEE, FLORIDA

# CAPITAL CONNECTION, INC.

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

P&amp;B, LLC

Signature \_\_\_\_\_

Requested by: SETH

07/29/22

Name \_\_\_\_\_

Date \_\_\_\_\_

Time

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Art of Inc. File \_\_\_\_\_

LFD Partnership File\_\_\_\_\_

Foreign Corp. File \_\_\_\_\_

L.C. File \_\_\_\_\_

Fictitious Name File \_\_\_\_\_

Trade/Service Mark \_\_\_\_\_

Merger File \_\_\_\_\_

Art. of Amend. File \_\_\_\_\_

RA Resignation\_\_\_\_\_

Dissolution / Withdrawal\_\_\_\_\_

Annual Report / Reinstatement\_\_\_\_\_

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Certificate of Fictitious Name\_\_\_\_\_

Corp Record Search\_\_\_\_\_

Officer Search\_\_\_\_\_

Fictitious Search\_\_\_\_\_

Fictitious Owner Search\_\_\_\_\_

Vehicle Search\_\_\_\_\_

Driving Record\_\_\_\_\_

UCC 1 or 3 File \_\_\_\_\_

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UCC 11 Retrieval\_\_\_\_\_

Courier

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**ARTICLES OF ORGANIZATION  
FOR THE LIMITED LIABILITY COMPANY  
OF P&B, LLC.**

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Revised Limited Liability Company Act, as amended, F.S. §605, et.seq. (the "Act"), hereby form a Florida limited liability company (this "Company") pursuant to the Act and hereby set forth the following Articles of Organization (these "Articles"):

**ARTICLE I  
NAME**

The name of this Company shall be: P&B, LLC

**ARTICLE II  
DURATION**

This Company shall commence on the date of the filing of these Articles of Organization pursuant to Section 605 et.seq. of the Act, and shall continue for a perpetual period of time from this commencement date, or until dissolved by all of its members. Subject to the foregoing this company shall be dissolved on the happening of any of the following events:

- (1) Expiration of the term specified above;
- (2) Withdrawal, retirement, death, resignation, bankruptcy, dissolution or expulsion of any member, unless the business of this Company is continued by the consent of all the remaining members; or
- (3) Unanimous written consent of all of the members.

**ARTICLE III  
PURPOSES**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 605.0108 of the Act.

**ARTICLE IV  
PLACE OF BUSINESS**

The mailing address and street address of the principal place of business of this Company shall be 3071 118<sup>th</sup> Avenue North, St. Petersburg, Florida 33716, or such other place or places as may be designated by the members from time to time.

**ARTICLE V**  
**REGISTERED AGENT AND OFFICE**

The name of the initial registered agent for this Company shall be Steven W. Moore and the street address of the registered agent for the service of process shall be 8240 118<sup>th</sup> Avenue N., Suite 300, Largo, Florida 33773.

**ARTICLE VI**  
**ADMISSION OF MEMBERS**

The initial members of this Company shall be set forth in the Operating Agreement and Regulations adopted by the members as set forth therein. The admission of additional members shall be accomplished only by a unanimous vote of the members.

**ARTICLE VII**  
**CONTINUATION OF BUSINESS**

The members may, by unanimous written agreement, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

**ARTICLE VIII**  
**MANAGEMENT**

The management of this Company shall be managed by a manager(s) to be elected by a majority of the members at the annual meeting. The name(s) and address(es) of such manager(s) who is/are to serve until the first annual meeting of the members or until his/their successor(s) is/are elected and qualify are:

MICHAEL E. BARGER  
3071 118<sup>th</sup> Avenue North  
St. Petersburg, Florida 33716

The manager(s) shall vote on and approve all matters relating to the limited liability Company including, but not limited to, the contracting of debt, entering into leases, contracts, mortgages, notes, deeds, conveyance agreements, trusts, security agreements, assignments, licenses, bills of sale, management agreements and such other generally recognized business arrangements.

**ARTICLE IX**  
**POWERS**

This Company shall have all of the powers and authorities set forth in the Act.

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**ARTICLE X**  
**PROPERTY**

(a) Ownership. All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.

(b) Title. The title to all property of the Company shall be held in the name of this Company.

(c) Conveyances. The manager(s) is/are hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by the manager. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the manager is signing on its behalf. The following form of signature shall be used for obtaining or conveying title to any real or personal property:

P&B, LLC.

By: Sample  
Michael E. Barger, Manager

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

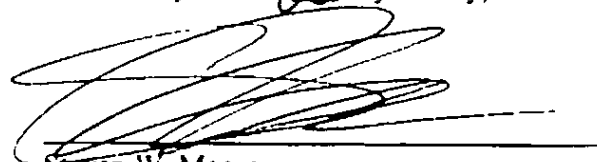
**ARTICLE XI**  
**AMENDMENTS**

These Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote by a majority in interest of its members and such amendments shall be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 605.0202 of the Act.

**ARTICLE XII**  
**REGULATIONS & OPERATING AGREEMENT**

The members are hereby authorized and directed to prepare and adopt an Operating Agreement and Regulations for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable or desirable, except that no provisions of such Operating Agreement and Regulations may conflict with the provisions of these Articles of Organization, unless otherwise permitted herein. The power to adopt, alter, amend or repeal the Operating Agreement and Regulations shall be set forth in the Operating Agreement and Regulations, except that the initial form shall be approved by all the members.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of the members and acknowledged them to be my act this 28 day of July, 2022.



Steven W. Moore

22 JUL 20 2022  
2022 JUL 20 2022

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
AND ACCEPTANCE BY REGISTERED AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That P&B, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization in the City of St. Petersburg, County of Pinellas and State of Florida, has named Steven W. Moore, 8240 118<sup>th</sup> Avenue N., Suite 300, Largo, Florida 33773, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Limited Liability Company at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office, and I am familiar with, and accept, the obligation of that office.

By: \_\_\_\_\_

Steven W. Moore, Registered Agent

22 JUL 20 11:10:04  
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(Address)

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(City/State/Zip/Phone #)

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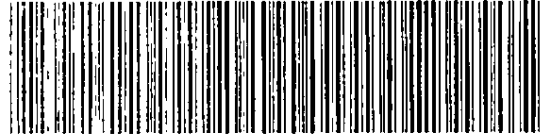
(Business Entity Name)

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## CAPITAL CONNECTION, INC.

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

14 Juliet, LLC

Signature \_\_\_\_\_

Requested by: SETH

07/29/22

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
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P. J. L.

ARTICLES OF ORGANIZATION

OF

14 JULIET, LLC

In order to form and create a limited liability company pursuant to Chapter 605 and Fla. Statutes §605.0201 of the laws of the State of Florida, I 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, pursuant to §605.0202, Florida Statutes:

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

"14 JULIET, 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 addresses of this limited liability company's principal office is as follows:

Street Address:

1709 George Street  
Key West, FL 33040

Mailing Address:

c/o Richard M. Klitenick, P.A.  
1009 Simonton Street  
Key West, FL 33040

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 managed by one (1) Manager, 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 is removed or replaced, or resigns, dies, voluntarily retires or consents in writing to a successor Manager(s). 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 by the Manager, JOSEPH GRUBB. Upon the removal, replacement, resignation, death, or retirement, or written consent to a successor Manager, the successor Manager 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.

22 JUL 29 4:10:17

In accordance with the foregoing, the name and address of the Manager of this limited liability company is:

Name of Manager

JOSEPH GRUBB

Address

1709 George Street  
Key West, FL 33040

Notwithstanding anything to the contrary contained in Fla. Stat. §605.0407 or Fla. Stat. §605.0404(2) (or successor sections) the Manager 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 Manager shall have all the rights afforded under Fla. Stat. § 605.0407(3) (or successor statute); and the rights afforded to the Manager 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; 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.

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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 has executed these Articles of Organization on this 28 day of July, 2022.

14 JULJET, LLC  
a Florida limited liability company

By:

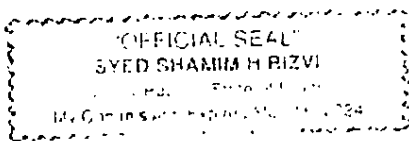
Joseph Grubb  
JOSEPH GRUBB, Organizer, Member & Manager

STATE OF ILLINOIS

COUNTY OF Cook

I HEREBY CERTIFY that on this 28<sup>th</sup> day of July, 2022, before me, an officer duly authorized to administer oaths and take acknowledgements in the State of IL, the foregoing instrument was acknowledged by means of ☒ physical presence or ☐ online notarization, by JOSEPH GRUBB, who is personally known to me, or who has produced FL DRIVER'S LICENSE as identification, and he acknowledged to me that he executed this document freely and voluntarily for the purposes herein expressed, with all requisite corporate authority.

(STAMP/SEAL)



[Signature]  
Notary Public, State of IL  
My Commission Expires 11-11-24

22 JUL 20 2 10 PM '22

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 14 JULIET, 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 Key West, FL has named RICHARD M. KLITENICK, ESQ., as its  
agent to accept service of process.

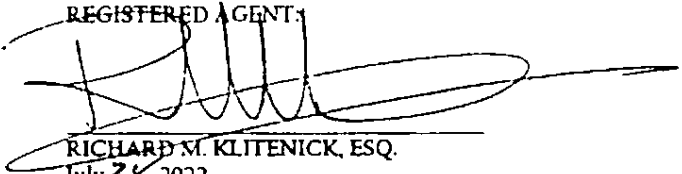
14 JULIET, LLC  
a Florida limited liability company

By: JOSEPH GRUBB, Organizer, Member & 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:

  
RICHARD M. KLITENICK, ESQ.  
July 28, 2022

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