

L22000360691

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

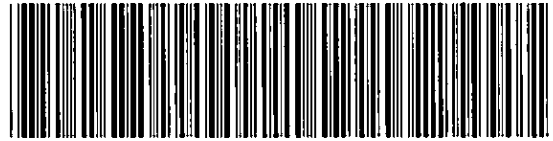
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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S. CHATHAM
AUG 18 2022

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2022 AUG 18 AM 11:56
VIRASILE, LLC

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22 AUG 19 AM 3:57
DIVISION OF CORPORATE AFFAIRS



COGENCYGLOBAL

115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: 120000000088

Date: 08/18/2022

Name: Merritt Walker

Reference #: 1764927

Entity Name: BEST-NEESE REAL ESTATE, LLC

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other CERTIFIED COPY OF THE FILING EVIDENCE

Authorized Amount: \$155

Signature: 

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STATE OF FLORIDA



115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: I20000000088

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Authorized Amount: \$155

Signature: 

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SECRETARY OF STATE
22 AUG 18 AM 3:57
HONG KONG

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Best-Norse Real Estate, 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:

David A. Malson, Jr.

Name of Person

Barnes & Thornburg LLP

Firm/Company

171 Monroe Ave. NW, Suite 1000

Address

Grand Rapids, MI 49503

City/State and Zip Code

jhmest@icloud.com

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

For further information concerning this matter, please call:

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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DIVISION OF CORPORATIONS
22 AUG 18 AM 3:08

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Best-Nesse Real Estate, LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

4324 Beachside Two Dr, Miramar Beach, FL
32550

4324 Beachside Two Dr, Miramar Beach, FL
32550

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Jonathan Barton Best

Name

4324 Beachside Two Dr

Florida street address (P.O. Box NOT acceptable)

Miramar

City

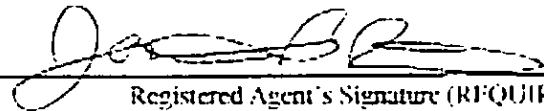
FL

State

32550

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.



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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22 AUG 18 AM 3:08

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company

Title:

"AMBR" - Authorized Member

"MGR" - Manager

Name and Address:

MGR

Jonathan Barton Best
3324 Beachside Two Dr.
Miramar Beach, FL 32550

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TALLAHASSEE, FLORIDA

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

ARTICLE VI: Other provisions, if any.

See attached.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.
This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes.
I am aware that any false information submitted in a document to the Department of State
constitutes a third degree felony as provided for in s.817.155, F.S.

Jonathan Barton Best

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

**ATTACHMENT TO
ARTICLES OF ORGANIZATION
OF
BEST-NEESE REAL ESTATE, LLC**

Article VI:

The Members of the limited liability company shall have a preemptive right, granted on uniform terms and conditions prescribed by the Members to provide a fair and reasonable opportunity to exercise the right, to acquire proportional amounts of the company's unissued units when the Members decide to issue them. A Member may waive his or her preemptive right. A waiver evidenced by a written document signed by a Member is irrevocable even though it is not supported by consideration.

There is no preemptive right with respect to:

1. units authorized in the articles that are issued within six months from the effective date of organization;
2. units issued other than for money, provided the issuance is documented by a Member vote in accordance with the Company's Operating Agreement.

Units subject to preemptive rights that are not acquired by Members may be issued to any person for a period of one year after being offered to Members at a consideration set by the Members that is not lower than the consideration set for the exercise of preemptive rights. An offer at a lower consideration or after the expiration of one year is subject to the Members' preemptive rights.

Article VII:

The business of the company shall be managed by one or more Managers.

Article VIII:

Pursuant to Section 605.0304 of the Florida Revised Limited Liability Company Act (Fla. Stat. § 605.0304, et. seq.) ("the Act"), the Manager of the Company shall not be personally liable to the Company or the Members of the Company for money damages for any action taken by the Manager or any failure of the Manager to take any action, except that the Manager shall retain liability for any of the following:

- a. The receipt of a financial benefit to which the Manager is not entitled;
- b. Liability under section 605.04093;
- c. A knowing violation of law;

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BEST-NEESE REAL ESTATE, LLC
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STATE OF FLORIDA

d. An act or omission occurring before the date when the provision becomes effective.

If the Act is amended to authorize the further elimination of or limitation of the liability a Manager of an LLC, then the liability of a Manager of the Company shall, in addition to the limitation on personal liability contained in these Articles of Organization, be eliminated or limited to the fullest extent permitted by the Act as so amended. No amendment or repeal of Article VI of these Articles of Organization shall apply to or have any effect on the liability or alleged liability of any Manager of the Company for or with respect to any acts or omissions of any Manager occurring before the effective date of any such amendment or repeal.

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STATE OF CALIFORNIA
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