

L23 000035331

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

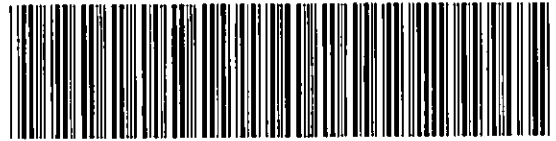
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700400886047

S. CHATHAM
JAN 26 2023

01/26/23--01001--011

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
23 JAN 25 PM 4:21

RECEIVED
2023 JAN 25 PM 2:29
SECRETARY OF STATE
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

AZUREWATERS MANAGMENT, LLC

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

114 Ponder's Printing • Tallahassee, GA 32301

____ Art of Inc. File _____
____ LTD 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 _____
____ 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 _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

ARTICLES OF ORGANIZATION
FOR AZUREWATERS MANAGEMENT, LLC

Pursuant to the provisions of the Florida Revised Limited Liability Company Act, FLA. STAT. § 605.0201, *et seq.* (the "Florida Revised LLC Act"), the undersigned hereby certifies that the persons named herein as Members have associated themselves for the purpose of a limited liability company under the laws of the State of Florida, and hereby adopt the following Articles of Organization as the Charter and authority for the conduct of business of such limited liability company:

ARTICLE I:
NAME

The name of the limited liability company shall be AZUREWATERS MANAGEMENT, LLC (the "Company").

ARTICLE II:
PURPOSE

The Company is organized for the following purposes: (A) to operate and manage restaurants and other businesses (B) to accomplish any lawful activity or business whatsoever, or which shall at any time and from time to time appear to the Company to be necessary, desirable, or appropriate for the protection of the Company and/or its assets; (C) to exercise all powers necessary to or reasonably connected with the Company's business, which may be legally exercised under the Florida Revised LLC Act; and (D) to engage in and perform all activities necessary, customary, convenient, or incident to any of the foregoing as the Members may deem prudent and advisable.

ARTICLE III:
EFFECTIVE DATE; TERM

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State, and shall thereafter continue in existence perpetually, unless earlier dissolved in accordance with the Operating Agreement of AZUREWATERS MANAGEMENT, LLC, (the "Operating Agreement"), and/or the Florida Revised LLC Act.

ARTICLE IV:
INITIAL MEMBERS

The names and addresses of the initial Member are:

Mohannad & Rana Malas Family Trust dated 6/7/1999
3121 Michelson
Suite 500
Irvine, California 92612

RECEIVED
DIVISION OF
23 JAN 25 PM 4:21

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
23 JAN 25 PM 4:21

Nicholas Sarra III
P.O. Box 5497
Destin, Florida 32540

Patricia Bonezzi
662 Harbor Boulevard
Unit 310
Destin, Florida 32541

Each members percentage interest in the Company is as set forth in the Operating Agreement of the Company.

ARTICLE V: **DISSOLUTION**

Upon the occurrence of any Dissolution Event (as defined in the Operating Agreement of the Company), the Company shall be deemed to have dissolved unless, within ninety (90) days after such date, the Members affirmatively agree in writing to continue the business of the Company.

Upon dissolution, the Company shall cease to carry on its business, except as otherwise permitted by Florida law, and the Company shall file a statement of commencement of winding up and publish notices, as required, in accordance with the Florida Revised LLC Act.

ARTICLE VI: **COMPANY ADDRESS; REGISTERED OFFICE ADDRESS;** **REGISTERED AGENT**

The principal street and mailing address of the Company is 988 Airport Road, Destin, Florida 32541. D. Michael Chesser, Esq. shall be the initial registered agent to accept service of process in the State of Florida with a street address of 1201 Eglin Parkway, Shalimar, Florida 32579.

ARTICLE VII: **CAPITAL CONTRIBUTIONS**

The Members shall contribute cash and/or additional property from time-to-time in accordance with the provisions of the Operating Agreement.

ARTICLE VIII: **MANAGEMENT**

Management of the Company will be determined by the Members as set forth in the Operating Agreement.

ARTICLE IX:
OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement governing this Company shall be vested in the Members.

ARTICLE X:
INDEMNIFICATION

The Company shall indemnify and hold harmless any Member who was or is a party, or is threatened to be made a party, personally for any act undertaken for the company or in its name, or as Company representative, to any Proceeding by reason of the fact that such person is or was a Member of this Company, against debts, expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding, if that person acted in a manner that person reasonably believed to be in the best interests of this Company, and, in the case of a criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Company may, at its discretion, indemnify as set forth in this Article others who are agents or employees of the Company. The Company may make cost or fee advancements for the indemnification authorized by this paragraph.

IN WITNESS WHEREOF, the undersigned hereby certifies that the foregoing constitutes the Articles of Organization for AZUREWATERS MANAGEMENT, LLC, and these Articles of Organization were executed by the undersigned Member who is the authorized representative to form this Company.

Dated this 25th day of January, 2023.

MEMBER:

MOHANNAD & RANA MALAS FAMILY TRUST DATED 6/7/1999

By: 

Name: TRUSTEE MOHANNAD MALAS

Title: _____

FILED
JAN 25 2023
23 JAN 25 PM 4:21
CLERK OF SUPERIOR COURT
JAN 25 2023

DESIGNATION OF REGISTERED AGENT

Pursuant to Section 605.0113, Florida Statutes, the following statement is submitted:

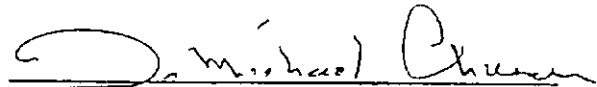
AZUREWATERS MANAGEMENT, LLC, a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

D. Michael Chesser, Esq.
1201 Eglin Parkway
Shalimar, Florida 32579

as its registered agent to accept service of process in the State of Florida.

ACCEPTANCE BY THE REGISTERED AGENT

I, D. MICHAEL CHESSER, ESQ., hereby accept appointment as Registered Agent for AZUREWATERS MANAGEMENT, LLC, and do hereby understand and accept the obligations of the position. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I acknowledge my acceptance with my signature below on this 25th day of January, 2023.



D. MICHAEL CHESSER, ESQ.,
Registered Agent

STATE OF FLORIDA
DIVISION OF REVENUE
23 JAN 25 PM 4:21