

Florida Department of State

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**FLORIDA LIMITED LIABILITY CO.
BEAUTY BALLOON, LLC**

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**ARTICLES OF ORGANIZATION
OF
BEAUTY BALLOON, LLC**

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby undertakes to form a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the Limited Liability Company shall be:

BEAUTY BALLOON, LLC

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this Limited Liability Company is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Limited Liability Company is to be:

1741 Brightwaters Blvd., NE
Pinellas County
St. Petersburg, Florida 33704

and the name of the initial registered and resident agent of this Limited Liability Company at that address is Catherine D. Kennedy.

H230001185993

H230001185993

ARTICLE IV - ADDRESS

The initial street address of the principal office of the Company is to be:

1741 Brightwaters Blvd., NE
Pinellas County
St. Petersburg, Florida 33704

ARTICLE V - EFFECTIVE DATE AND DURATION

These Articles of Organization shall be effective upon filing with the Secretary of State's Office and shall continue in effect until dissolution in accordance with the provisions of the Limited Liability Company Act.

ARTICLE VI - ADDITIONAL MEMBERS

Additional members may be admitted to the Limited Liability Company upon the unanimous written consent of the then existing members. Capital contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except upon the unanimous written consent of the members of the Limited Liability Company.

ARTICLE VII - CONTINUITY OF BUSINESS

The Limited Liability Company shall be dissolved upon the death, bankruptcy, retirement, resignation, expulsion, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member; provided, however, that all the remaining members may consent to the continuance of the Limited Liability Company's business notwithstanding the

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H230001185993

death, bankruptcy, retirement, resignation, expulsion, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member. The Limited Liability Company may be dissolved upon the unanimous written consent of the members of the Limited Liability Company.

ARTICLE VIII – MEMBERS

The names and address of the initial Members are as follows:

Catherine D. Kennedy
Stephen Kennedy
1741 Brightwaters Blvd., NE
St. Petersburg, Florida 33704

ARTICLE IX – MANAGING MEMBERS

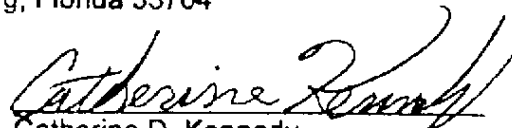
The names and address of the initial Managing Members are as follows:

Catherine D. Kennedy
Stephen Kennedy
1741 Brightwaters Blvd., NE
St. Petersburg, Florida 33704

ARTICLE X – SUBSCRIBER

The name and street address of the Subscriber of these Articles, a member of the LLC, are as follows:

Catherina D. Kennedy
1741 Brightwaters Blvd., NE
St. Petersburg, Florida 33704


Catherine D. Kennedy

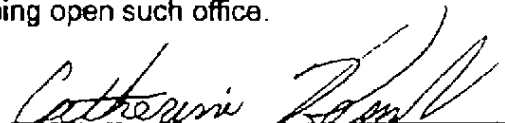
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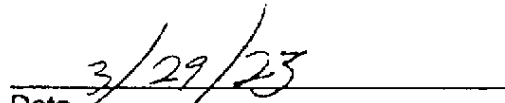
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named Limited Liability Company at the place designated in the Articles of Organization, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of all statutes relating to keeping open such office.


Catherine D. Kennedy


Date

H230001185993