

6/21/23, 3:08 PM

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

L230002298885

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H23000221881 3)))



H2300022188134BC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : BARNES WALKER, CHARTERED
Account Number : 102371002705
Phone : (941)741-8224
Fax Number : (941)708-3225

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address:

gthomas@barneswalker.com

**FLORIDA LIMITED LIABILITY CO.
AGB Car Wash Ventures, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

RECEIVED

2023 JUN 21 PM 3:28

CORPORATIONS
COMMERCIAL
SERVICESSTATE
TALAHASSEE, FL

2023 JUN 21 AM 11:12

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

Q1

DocuSign Envelope ID: 60FC25AB-3929-435B-8809-45425EA1EB8C

((H23000221881 3)))

**ARTICLES OF ORGANIZATION
OF
AGB CAR WASH VENTURES, LLC**

**ARTICLE I
Name**

The name of the limited liability company ("Company") is **AGB CAR WASH VENTURES, LLC**.

**ARTICLE II
Address**

The initial mailing address of the Company's principal office is 5450 Bruce B. Downs Boulevard, #354, Wesley Chapel, FL 33544. The initial street address of the Company's principal office is 5450 Bruce B. Downs Boulevard, #354, Wesley Chapel, FL 33544.

**ARTICLE III
Purpose and Duration**

The purpose of this Company is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Company shall have all powers given limited liability companies under the laws of the State of Florida. The period of duration of this Company is perpetual.

**ARTICLE IV
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Sameer Bajaj. The address of the Company's registered office in Florida is 5450 Bruce B. Downs Boulevard, #354, Wesley Chapel, FL 33544.

**ARTICLE V
Management**

A. The Company is to be managed by a Manager or Managers who will serve in accordance with the terms of the Company's Operating Agreement. The Company is to be managed by the following Manager until his death, permanent disability, resignation, or removal by the Members:

Sameer Bajaj, whose address is 5450 Bruce B. Downs Boulevard, #354, Wesley Chapel, FL 33544.

((H23000221881 3)))

FILED
2023 JUN 21 AM 11:12
CLERK OF STATE
TALLAHASSEE, FL

DocuSign Envelope ID: 60FC25AB-3929-435B-8839-45425EA1E68C

((H23000221881 3)))

B. The Manager shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 605.0109, as from time to time amended, including, but not limited to, conduct the Company's business and the power to acquire, mortgage, encumber, sell, lease, convey, and transfer the Company's real and personal property, except:

1. Without having first obtained the prior written consent of all the Members, the Manager(s) shall not cause or permit the Company to:

a. Sell, convey, transfer, assign, mortgage, refinance, pledge, encumber, trade, exchange, or otherwise dispose of, or lease for more than two (2) years, or execute and deliver any deed, mortgage, or lease of, any Company real property or any part or interest thereof, or all or substantially all of the other assets of the Company in a single transaction or series of related transactions;

b. Borrow money, including credit card debt, on behalf of the Company in excess of an aggregate of \$10,000.00 during any twelve-month period;

c. Lend any company funds or any assets to any person in an amount or with a value in excess of \$2,500.00;

d. Confess a judgment, or settle, compromise, release, discharge, pay any claim, demand, or debt against the Company in excess of \$5,000.00;

e. Enter into a joint venture or partnership with any other person or entity;

f. Invest in the debt or equity of any other entity; or

g. Be a party to any merger, consolidation, reclassification, reorganization or other similar transaction.

h. Reduce the LLC Interest, consisting of a Member's transferable interest and membership status, rights, privileges, or benefits or enlarge the duties and obligations of a Member or a Manager;

i. Enlarge the LLC Interest rights, privileges, or benefits or reduce the duties and obligations of a Manager or a Member;

j. Modify the duration of this Company;

k. File a petition in bankruptcy, make a general assignment for the benefit of creditors, consent to a receiver for the Company, or apply for other such relief available under similar laws or regulations;

((H23000221881 3)))

DocuSign Envelope ID: 6CFC25A5-3929-435B-8809-45425EA1EB8C

((H23000221881 3)))

l. Hire, terminate, or modify the terms of employment of any Manager or Member;

m. Affect the rights or restrictions regarding the assignability of Member Status or a Transferable Interest;

n. Loan or advance funds to any Member or Affiliate of a Member, nor permit the Company's assets to be encumbered to secure the obligations of a Member or Affiliate of a Member;

o. Change the nature or character of the business of the Company;

p. Dissolve or terminate the existence of this Company;

q. Increase or decrease the number of Managers;

r. Make any payment of wages, monies, employment benefits, expense reimbursements to any immediate or expanded family member of a Manager;

s. Knowingly or willingly do any act, or fail to act, which would cause the Company to be taxed as a corporation; or

t. Do any act that is prohibited by, or fail to do any act that is required by, a resolution of the Members.

If any Member shall not object in writing to the Manager(s)'s request for consent pursuant to this Article V within five (5) business days of receipt of such request, such Member shall be deemed to have consented to the Manager(s)'s request.

C. A "majority in interest," without more, shall mean a simple majority, as determined by their "LLC Interest Percentages" (as defined by Florida Statutes, and further supplemented by the Company's Operating Agreement, if any) in the Company, of the Member(s) of the Company.

ARTICLE VI Continuation of Business

A majority in interest of the remaining Member(s) of the Company have the right to continue the business 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.

((H23000221881 3)))

DocuSign Envelope ID: 60FC25A6-3529-435B-8800-45425EA1EB8C

((H23000221881 3)))

ARTICLE VII
Profits and Losses Allocation

Profits and losses will be allocated to the Member(s) in accordance with the Operating Agreement of the Company, if any, and, if none, their ownership interest(s).

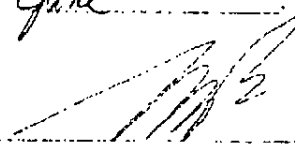
ARTICLE VIII
Amendments

Subject to the restrictions set forth in Article V above, these Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by a Member and countersigned by a Manager other than the executing Member, provided, however, that if a single party is the sole Member and Manager, only that party shall be required to sign said Articles of Amendment.

ARTICLE IX
Commencement

Pursuant to the provisions of Chapter 605, Florida Statutes, this Company shall begin in existence upon filing of these Articles of Organization with the Secretary of State.

The undersigned Member(s) or an authorized representative of a Member has executed these Articles of Organization on this 21st day of June, 2023.



Garret F. Barnes, Authorized Representative
Sameer Bajaj, Member

2023 JUN 21 AM 11:12
STATE
TALLAHASSEE, FL

FILED

((H23000221881 3)))

DocuSign Envelope ID: 60FC25AB-3929-435B-88C9-45425EA1EB8C

((H23000221881 3)))

**CERTIFICATE OF DESIGNATED
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes Sections 605.0201 and 605.0113, the undersigned submits the following statement as the designated registered agent / registered office in the State of Florida for AGB CAR WASH VENTURES, LLC:

1. The registered agent of the above-referenced limited liability company is Sameer Bajaj. The address of the registered agent's office is 5450 Bruce B. Downs Boulevard, #354, Wesley Chapel, FL 33544

2. Having been named as registered agent to accept service of process for the above-named limited liability company at the office designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and to maintain its registered office. 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: 6/21/2023

DocuSigned by:
Sameer Bajaj
Sameer Bajaj Registered Agent

FILED
2023 JUN 21 AM 11:12
CLERK OF STATE
TALLAHASSEE, FL

in: GIB Bajaj Sameer Oakstead Articles of Organization AGB.doc

((H23000221881 3)))