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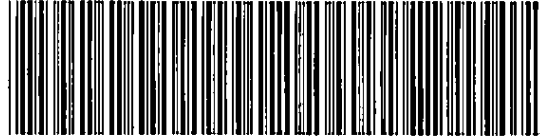
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TO: New Filing Section  
Division of Corporations

SUBJECT: Thirty-two Fifty Project, 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:

Avarian McKendrick  
Name of Person

Thirty-two Fifty Project, LLC  
Firm/Company

8327 Hinsdale Way  
Address

Tallahassee, Florida 32312  
City/State and Zip Code

amckendrick-law@yahoo.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Avarian McKendrick (407) 758-6324  
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 1227  
Tallahassee, Florida 32302

Street Address  
New Filing Section Division  
The Centre of Tallahassee  
2416 N. Monroe Street  
Tallahassee, Florida 32302

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# ARTICLES OF ORGANIZATION

for

## THIRTY-TWO FIFTY PROJECT, LLC.

(A Limited Liability Company organized pursuant to the Florida Limited Liability Company Act)

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*The undersigned, for the purpose of forming a limited liability company in accordance with the provisions of the Florida Limited Liability Company Act in Chapter 608 of the Florida Statutes, and the attendant laws of the State of Florida, hereby make, acknowledge, and file the following Articles of Organization:*

### Article I - Name

The name of the Limited Liability Company is Thirty-two Fifty Project, LLC. (hereinafter referred to as "the Company").

### Article II - Address

The street address of the initial principal office and place of business for the Company, and the county of venue in the State of Florida is:

8327 Hinsdale Way  
Tallahassee, Florida 32312  
Leon County

The mailing address for the Company in the State of Florida is:

8327 Hinsdale Way  
Tallahassee, Florida 32312  
Leon County

The Managers and Managing Members may, from time to time, designate such other addresses and venues for the principal office and place of business for the Company as it deems appropriate.

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### Article III – Registered Agent and Registered Office

The name and the Florida street address of the Registered Agent of the Company are:

Avarian McKendrick  
8327 Hinsdale Way  
Tallahassee, Florida 32312  
Leon County

*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 the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, and the attendant laws of the State of Florida.*

  
Signature of Avarian McKendrick, Registered Agent

### Article IV - Purpose

The general purpose for which the Company is organized is to engage in any and all lawful business activity within the purposes for which a limited liability company may be formed under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as it exists on the date hereof or as hereafter amended. More specifically, the general nature of the business and the objects and purposes to be transacted and carried on by the Company is to engage in Electronic Commerce business (hereinafter referred to as "eCommerce"), including but not limited to the performance of all acts and things necessary, suitable and proper to evaluate, market, procure and sell products to the general public through eCommerce and physical storefronts; to do such other things as are incidental to the foregoing or desirable in order to accomplish the purpose for which the Company was formed, to have and exercise all and to carry on any other business whatsoever in connection with the foregoing, or which is calculated directly or indirectly, to promote the interests of Thirty-two Fifty Project, LLC.

### Article V – Powers

The Company shall have the general power to do all lawful acts, as conferred upon limited liability companies in the State of Florida, by including all those things necessary and expedient to carry out the purposes and responsibilities of Thirty-two Fifty Project, LLC.

## **Article VI – Exercise of Powers**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of, the Members of Thirty-two Fifty Project, LLC. This Article may be amended from time to time in the regulations of the Company by a unanimous vote of the Managers and Manager Members of Thirty-two Fifty Project, LLC.

## **Article VII - Company Existence**

The Company shall formally commence its existence on the date of filing with the Secretary of State of the State of Florida, and shall have perpetual existence thereafter unless the Company is dissolved in a manner provided by law, or as provided by these Articles of Organization and the regulations adopted by the Members.

## **Article VIII – Management**

Except as otherwise required by the general provisions of the Florida Limited Liability Company Act, as it exists on the date hereof or as hereafter amended, the entire management of the Company and all attendant powers and authority to operate and make decisions affecting its business and affairs, including the power to amend these Articles of Organization, shall be vested in the Members.

## **Article IX - Names and Address of Managers and Managing Members**

The names, titles, and addresses of the persons to serve as the Managers and Managing Members of Thirty-two Fifty Project, LLC, are listed as follows:

<u><b>Name and Title</b></u>	<u><b>Address</b></u>
W. Chad McKendrick – Chief Executive Manager (MGRM)	709 Maple Leaf Loop Winter Springs, Florida 32708
Avarian McKendrick – Managing Manager (MGRM)	8327 Hinsdale Way Tallahassee, Florida 32312
Tiana Davis – Manager (MGR)	681 Jamestown Boulevard, Apt. #2028 Altamonte Springs, Florida 32714
Amanda McKendrick – Manager (MGR)	709 Maple Leaf Loop Winter Springs, Florida 32708

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Winfred Chad McKendrick, II – Manager (MGR)

7410 Key Colony Avenue, Apt. #2034  
Winter Park, Florida 32792

Winfred Lee McKendrick – Manager (MGR)

3250 NW 209 Terrace  
Miami Gardens, Florida 33056

### **Article X - Chief Executive Manager**

The Chief Executive Manager shall have primary responsibility for managing the operations of the Company and for effectuating the decisions of the Managers and Managing Members.

### **Article XI – General Standards for Managers and Managing Members**

Each Manager and Managing Member shall owe a duty of loyalty and a duty of care to the Company and all of the Members of the Company. The Managers and Managing Member of the Company shall discharge their duties, in good faith with the care an ordinary prudent person in a like position would exercise under similar circumstances, and in a manner reasonably believed to be in the best interest of the Company. In discharging their duties, Managers and Managing Members are entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data.

From time to time, the Managers and Managing Members may seek advisors to provide counsel and guidance on specific matters or projects or in general company endeavors, policies, or strategies. An advisor shall have only those responsibilities as agreed upon by the Managers and Managing Members of the Company. All advisors shall serve at the pleasure of the Members.

### **Article XII -Admission of Additional Members.**

Except as otherwise expressly provided, no additional members may be admitted to the Company without the prior unanimous written consent of the Members.

### **Article XIII – Transfer of Membership Interest**

Except as otherwise expressly permitted, no Member may voluntarily or involuntarily transfer, sell, convey, encumber, pledge, assign, or otherwise dispose of (collectively, "Transfer") an interest in the Company without the prior unanimous written consent of the other nontransferring Members.

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#### **Article XIV - Managing Member Limitations**

To the full extent that the Florida Limited Liability Company Act, as it exists on the date hereof or as hereafter amended, Managing Members that are not Managers shall have no power to bind the Company. No Managing Member shall be an agent of the Company solely by reason of being a Managing Member.

#### **Article XV – Indemnification**

To the full extent permitted by the Florida Limited Liability Company Act, as it exists on the date hereof or as hereafter amended, the Company shall indemnify any person who was or is a party defendant or is threatened to be made a party defendant, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Company) by reason of the fact that he is or was a Member of the Company, Manager, employee or agent of the Company, or is or was serving at the request of the Company, for instant expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding if the Members determine that he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Company, and with respect to any criminal action proceeding, has no reasonable cause to believe his/her conduct was unlawful, the termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon plea of "no lo Contendere" or its equivalent, shall not in itself create a presumption that the person did or did not act in good faith and in a manner which he reasonably believed to be in the best interest of the Company, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was lawful.

#### **Article XVI - Amendments**

These Articles of Organization may be amended in the manner provided by law. Upon proper notice, the Articles of Organization may be amended by an amendment proposed by a Manager, and adopted by the affirmative vote of a majority of Managers and Managing Members of the Company.

I am the member authorized to submit these Articles of Organization for Thirty-two Fifty Project, LLC., and affirm that the acts stated herein are true. I submit this document and affirm that the facts stated herein are true. I am aware that pursuant to section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation, and that any false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes, and the attendant laws of the State of Florida.

I understand the requirement to file an Annual Report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following the formation of the LLC and every year thereafter to maintain "active" status with the State of Florida.

  
W. Chad McKendrick, *Authorized Member*

5/19/24  
Date

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