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# **COVER LETTER**

<b>TO</b> : 1	New Filing Section Division of Corporations						
SUBJEC	DRIFTWOOD FOODS, LL	.C					
SUBJEC	N:	ame of Lin	nited Liabi	lity Company	<del> </del>		
The enclo	sed Articles of Organization an	d fee(s) an	e submitted	i for filing.			
Please ret	um all correspondence concern	ing this ma	atter to the	following:			
	TIMOTHY J. SLOAN, ESQ.						
			Name of	Person		<del></del>	
	TIMOTHY J. SLOAN, P.A.					2024 SES	
	Firm/Company						
	427 MCKENZIE AVENUE					2024 JUN 27 PM קי 24 SECALTARY OF STATE האי האמSSEG FLORID	
			Addı	ess		F R	
	PANAMA CITY, FL 32401					STATE LORID	
		C	ity/State ar	nd Zip Code			
	JKING@SLOANPA.COM	. t	Co C.			<del></del>	
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For further	information concerning this mat	iter, please	: call;				
	JESSICA KING		0	769-2501			
	Name of Person		rea Code	Daytime Telephon	e Number		
Enclosed i	is a check for the following amo	unt:					
□\$125.00	O Filing Fee ☐\$130.00 Fili Certificate of S		Certifi	5.00 Filing Fee & ed Copy al copy is enclosed)	□\$160.00 Filing Certificate of Sta Certified Copy (additional copy is	tus &	
	Mailing Address New Filing Section			Street Address New Filing Section Di			
	Division of Corporations P.O. Box 6327			The Centre of Tallahassee 2415 N. Monroe Street, Suite 810			

Tallahassee, FL 32314

Tallahassee, FL 32303

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

We further declare that the following Articles will serve as the Charter and authority for the conduct of business of the limited liability company.

### ARTICLE I

Name and principal place of business. The name of the limited liability company shall be DRIFTWOOD FOODS, LLC, and its mailing address shall be 4218 Lorraine Street, Panama City Beach, Florida 32408, and its principal office shall be located at 4218 Lorraine Street, Panama City Beach, Florida 32408, but it shall have the power and authority to establish branch offices at any other place or places as their members may designate.

### ARTICLE II

Purposes and power. This limited liability company shall be authorized to engage in any activity or business authorized by the laws of the State of Florida. In facilitation of that general grant of power and purpose, by way of illustration and not limitation, the limited liability company is authorized to do the following:

- 1. To own, sell, transfer, convey, mortgage, pledge, or encumber any real or personal property.
- 2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 3. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of

the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

### ARTICLE III

Exercise of powers. All limited liability company powers not expressly reserved to the members shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, one or more managers of this limited liability company.

### ARTICLE IV

Management. The limited liability company shall be managed by its managers, currently whose names and addresses are as follows:

Eric Baker P.O. Box 20275 Panama City Beach, FL 32417

Garrison Baker 4218 Lorraine Street Panama City Beach, FL 32408

# ARTICLE V

Membership restrictions. Members shall have the right to admit new members by unanimous consent. 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 in accordance with the Operating Agreement.

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 limited liability company, the remaining member(s) shall have the right to continue the business in accordance with the Operating Agreement.

### ARTICLE VI

Capital contributions. Capital contributions in the amount of \$1,000.00 shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

### ARTICLE VII

<u>Duration</u>. This limited liability company shall exist perpetually until and unless dissolved in a manner provided by law or as provided in the Operating Agreement adopted by the members.

### ARTICLE VIII

<u>Initial registered agent</u>. The name and address of the initial registered agent of the limited liability company is:

Timothy J. Sloan 427 McKenzie Avenue Panama City, Florida 32401

The undersigned, being the manager and one of the members of the limited liability company, certifies that this instrument constitutes the Articles of Organization of DRIFTWOOD FOODS, LLC.

Executed this Ath day of June, 2024.

ERIC BAKER

GARRISON BAKER

SECRETARY OF STATE

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Section 608.415, Florida Statutes, following is submitted:

DRIFTWOOD FOODS, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida, has designated 4218 Lorraine Street, Panama City Beach, Florida 32408, as its initial Registered Office and has named Timothy J. Sloan, Esq., located at 427 McKenzie Avenue, Panama City, Florida 32401, as its initial Registered Agent.

DRIFTWOOD FOODS, LLC, a Florida Limited Liability Company

FRIC BAKED

SARRISON BAKER

Having been named Registered Agent and to accept service of process for the above-stated limited liability corporation, at the place designated in this Certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as Registered Agent.

6/25/24

TIMOTHY J: SLOAN Registered Agent