



ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Doughboy and Sons, LC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1508 Main Street, Sarasota, Florida

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

The LLC shall commence immediately, and shall continue for a term of not to exceed fifty(50) years thereafter unless terminated sooner by operation of law or by agreement between the parties or reenacted after such primary term for additional periods as is mutually determined by the members. The LLC shall be terminated in the event that the said bakery shall be sold and the purchase price paid.

ARTICLE IV - Management:

*(check and complete the appropriate statement)*

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

Ellen L. Durr  
5311 Avila Avenue  
Sarasota, Florida 34235

**ARTICLE V - Admission of Additional Members:**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

**ARTICLE VI - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

In the event of the death of a member, then the deceased's heir or heirs shall be entitled to succeed to the share and interest of the deceased member, provided that said heir or heirs may notify the LLC of the intention not to continue the business interest of the deceased, in which case the value of the deceased's interest shall be valued and sold in accordance with the provisions of Paragraph XVI of the Operating Agreement of Doughboy and Sons, LLC and the proceeds distributed to the heir or heirs within ninety days (90) of said notice. If such notice is not received, the LLC shall, as soon as practicable, provide a document by which the heir or heirs personally affirm and accept all the terms, conditions, and provisions of the afore mentioned Operating Agreement binding themselves to the same in writing and select a designated representative of the deceased member as an acting member in his place

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of Doughboy and Sons LC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ \$ 10,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$                     . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 10,000.. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Doughboy and Sons, LC

2. The name and address of the registered agent and office is:  
Ellen L Duerr

(Name)

1508 Main Street

(P.O. Box not acceptable)

Sarasota, FL 34230

(City/State/Zip)

FILED  
95 MAR 17 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

Ellen L Duerr

(Signature)

3/16/95

(Date)

**FILING FEE: \$ 35 for Designation of Registered Agent**