

96000001/195

DANIEL J. LEFEVRE
LAWYER

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November 5, 1996

Secretary of State
Division of Corporations
ATTN: New Filings
P.O. Box 6327
Tallahassee, Florida 32314

900001993313--6
-11/07/96--01073--001
***337.50 ***337.50

Re: Chisholm-Sutherland, L.C.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Organization, an original Affidavit of Membership and Contributions and my check in the amount of \$337.50. Please file and send a certified copy of the Articles to this address at your earliest convenience.

Thank you for your assistance in this matter.

Yours very truly,


Daniel J. LeFevre

DJL/clg

Enclosures

Dmc
11/14/96

FILED
NOV-7 PM 2:14
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
CHISHOLM-SUTHERLIN, L.C.**

FILED

96 NOV -7 PM 2:14

TALLAHASSEE, FLORIDA

**ARTICLE 1
NAME**

The name of this limited liability company shall be CHISHOLM-SUTHERLIN, L.C.

**ARTICLE 2
EXISTENCE**

This limited liability company shall come into existence at the date and time when the Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement, and shall continue to exist until dissolved in a manner provided by law or as provided in the Regulations adopted by members.

**ARTICLE 3
PURPOSE**

The limited liability company is organized for the primary purpose of operating a general store for retail business. In addition, the limited liability company may engage in any other activity or business authorized under the Florida Statutes, and shall have and may exercise all powers conferred by the laws of the State of Florida.

**ARTICLE 4
PLACE OF BUSINESS**

The limited liability company's principal place of business within the State of Florida is:

4825 Chisholm Park Trail
St. Cloud, Florida 34771

**ARTICLE 5
INITIAL REGISTERED AGENT**

The name and address of the limited liability company's initial registered agent is

CHARLES BRADLEY CHISHOLM
4825 Chisholm Road
St. Cloud, Florida 34771

ARTICLE 6
CAPITAL CONTRIBUTIONS

Both of the two initial members of the limited liability company shall contribute \$1,000.00 cash to the limited liability company, for total initial capital contributions of \$2,000.00 cash. Additional contributions will be made by the members, as required, as determined by the members holding a majority in interest of the interests of the limited liability company. Additional contributions will be made on a pro-rata basis, based on the members' then-current interests in the limited liability company. The members' interests in the limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time properly reflect any additional contributions or withdrawals by the members.

ARTICLE 7
ADDITIONAL MEMBERS

The members of the limited liability company may admit additional members upon the payment of such capital contributions and upon such other terms and conditions as the members may determine, by vote of members holding a majority in interest of the interests of the limited liability company.

ARTICLE 8
CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member of this limited liability company, or in the event of the occurrence of any other event which terminates the continued membership of a member in this limited liability company, the remaining members of this limited liability company may continue the business of the limited liability company upon the affirmative vote of members holding a majority in interest of the interests of the limited liability company.

ARTICLE 9
MANAGEMENT

Except as otherwise provided herein and in the Regulations of the limited liability company, the limited liability company shall be managed by one or more managers, who shall be elected annually by the members. The initial managers of the limited liability company are:

NAME

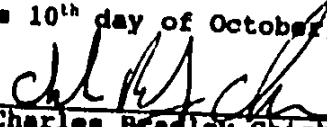
CHARLES BRADLEY CHISHOLM


ADDRESS4825 Chisholm Road
St. Cloud, Florida 34771**ARTICLE 10
TRANSFERABILITY**

A member's interest in the limited liability company may not be sold or otherwise transferred without the consent of members holding a majority in interest of the interests in the limited liability company; provided, however, unless such transfer is approved by the unanimous written consent of all of the other members, the transferee of such interest shall have no right to participate in the management of the business and affairs of the limited liability company or to become a member thereof.

The undersigned, being original members of CHISHOLM-SUTHERLIN, L.C., do hereby certify that the foregoing constitutes the Articles of Organization of the aforesaid limited liability company.

WITNESS, our hand and seal this 10th day of October, 1996.



Charles Bradley Chisholm
4825 Chisholm Road
St. Cloud, Florida 34771


Anne L. Sutherlin
202 Bayview Drive
City by the Sea
Aransas, Texas 78336

ACKNOWLEDGEMENTS

STATE OF FLORIDA
COUNTY OF ORANGE

I hereby certify that on this 10th day of October, 1996, before me personally came CHARLES BRADLEY CHISHOLM to me personally known to be the individual described in and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.


Notary Public, State of Florida



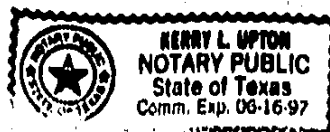
CYNTHIA L. GILBERT
My Comm Exp. 6/28/97
Bonded By Service Ins
No. CC298124

☒ Personally Known ☐ Other L.B.

STATE OF TEXAS
COUNTY OF San Antonio

I hereby certify that on this 16 day of October, 1996, before me personally came ANNE L. SUTHERLIN to me personally known to be the individual described in and who executed the foregoing Articles of Organization, and she acknowledged before me that she executed the same for the purposes therein expressed.

Kerry L. Upton
Notary Public, State of Texas
My Commission Expires: 6/16/97



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

95 NOV -7 PM 2:14
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Pursuant to Chapter 608.407(d), Florida Statutes, the following is submitted, in compliance with said statute:

That CHISHOLM-SUTHERLIN, L.C., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization at City of St. Cloud, State of Florida, has named CHARLES BRADLEY CHISHOLM located at 4825 Chisholm Road, St. Cloud, Florida 34771, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, the undersigned does hereby agree to act in this capacity, and agrees to comply with the provision of said statutes relative to keeping open said office.


Charles Bradley Chisholm,
Resident Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

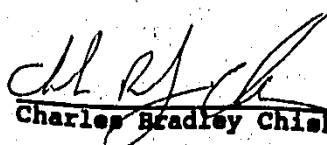
STATE OF FLORIDA
COUNTY OF OSCEOLA

FILED
96 NOV -7 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The undersigned member or authorized representative of a member of CHISHOLM-SUTHERLIN, L.C. 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, ANNE L. SUTHERLIN, is \$40,000.00.
3. The agreed value of property other than cash contributed, being the premises located at 4825 Chisholm Park Trail, St. Cloud, Florida 34771, by member, CHARLES BRADLEY CHISHOLM, is \$40,000.00.
4. The total amount of 2 and 3 is \$80,000.00.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.


Charles Bradley Chisholm

SWORN to and subscribed before
me this 30th day of October,
1996.


Kathleen W. Zielinski
Notary Public, State of Florida
My Commission Expires:
Affiant is personally known ☒
or produced as ID NIA

