

L96000001318

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

EFFECTIVE DATE

1-1-97

55 DEC 18 PM 12:50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HERITAGE FIRE APPARTUS, L.C. (Corporation Name) (Document #)

2. (Corporation Name) (Document # 300002035529--4

3. (Corporation Name) (Document # -12/20/96--01098--011  
\*\*\*\*285.00 \*\*\*\*285.00

4. (Corporation Name) (Document #)

☐ Walk in ☐ Pick up time

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 DEC 18 AM 11:55

RECEIVED

12-18-96  
Examiner's Initials *WJW*

EFFECTIVE DATE  
1-1-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JAN 13 1997 12:50

## ARTICLES OF ORGANIZATION OF HERITAGE FIRE APPARATUS, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

### ARTICLE 1 - NAME

The name of the limited liability company shall be **HERITAGE FIRE APPARATUS, L.C.**, ("Company").

### ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be ES00-Suite 207, 739 Silver Springs Boulevard, Ocala, Florida 34470 and the mailing address shall be the same.

### ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective on the 1st day of January, 1997.

### ARTICLE 4 - DURATION

Subject to the provisions of Article 10, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

### ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to to sell fire equipment and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



#### **ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Company is AmeriLawyer® Chartered, at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Company is AmeriLawyer® Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 7 - CAPITAL AND ADDITIONAL CAPITAL CONTRIBUTIONS**

The actual amount of cash contributed by the members as of formation of the Company is \$1,000. Thereafter each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members and pursuant to Florida Statute Section 608.412.

#### **ARTICLE 8 - MANAGEMENT**

The Managers of the Company shall be:

Operating Manager:	Wm. P. Roberts
Vice Operating Manager:	Thomas E. Hill and Chas St. Cyr
Secretary:	Larry Laube
Treasurer:	Chris Porche

whose addresses shall be the same as the mailing address of the Company.

#### **ARTICLE 9 - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### **ARTICLE 10 - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.



## **ARTICLE 11 - MANAGEMENT**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the members of the Company are:

Wm. P. Roberts  
9150 Southwest 19 Street Avenue Road  
Ocala, Florida 34476

Thomas E. Hill  
ESOO-Suite 207  
739 Silver Springs Boulevard  
Ocala, Florida 34470

Larry Laube  
ESOO-Suite 207  
739 Silver Springs Boulevard  
Ocala, Florida 34470

Chris Porche  
ESOO-Suite 207  
739 Silver Springs Boulevard  
Ocala, Florida 34470

Chas Cyr  
ESOO-Suite 207  
739 Silver Springs Boulevard  
Ocala, Florida 34470

## **ARTICLE 12 - INDEMNIFICATION**

The Company shall indemnify a Member or Manager of the Company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Member or Manager was a party because the Member or Manager is or was a Member or Manager of the Company against reasonable attorney fees and expenses incurred by the Member or Manager in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a Member, Manager, employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the Members, that indemnification of the Member, Manager, employee or agent, as the case may be, is permissible in the circumstances because the Member, Manager, employee or agent has met the standard of conduct set forth by the Members. The indemnification and advancement of attorney fees and expenses for Members, Managers, employees and agents of the Company shall apply when such persons are serving at the Company's request while a Member, Manager, employee or agent of the Company, as the case may be, as a Member, Manager, partner, trustee, employee or agent of another foreign or domestic Company, Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a Member, Manager, employee or agent of the Company who is a party to a proceeding in advance of final



disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a Member, Manager, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a Member, Manager, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "Member", "Manager", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coral Gables, Florida, for the foregoing uses and purposes, this December 17, 1998.

  
Elsie Sanchez, Authorized Representative of the Members

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
55 DEC  
PM 12:50

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

AmeriLawyer® Chartered, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

AmeriLawyer® Chartered

  
By: Natalia Utrera, Vice President



56 DEC 18 PM 12:50

FILED  
CLERK OF DISTRICT COURT  
JANUARY 19 1999

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF HERITAGE FIRE APPARATUS, L.C.**

The undersigned member or authorized representative of a member of HERITAGE FIRE APPARATUS, 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(s) is \$1,000.
3. if any, the agreed value of property other than cash contributed by member(s) is \$ NONE. 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 the member(s) is \$1,000.



**Signature of a member or authorized representative**

(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.)



**BRUCE BRASHEAR**  
Counselor At Law

920 N.W. 8th Avenue, Suite A  
Gainesville, FL 32601  
voice 352/336-0800  
fax 352/336-0303  
e-mail: bruce@afm.org

**L960000001318**

March 3, 1997

Secretary of State  
Division of Corporations  
Amendment Department  
P. O. Box 6327  
Tallahassee, FL 32301.

800002103723--6  
-03/04/97--01077--003  
\*\*\*\*105.00 \*\*\*\*105.00

RE: Heritage Fire Apparatus, L.C.

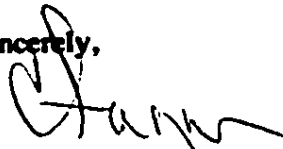
800002117808--4  
-03/19/97--01048--008  
\*\*\*\*197.50 \*\*\*\*197.50

Dear Sirs:

Please find the original and one (1) copy of the Articles of Amendment to the Articles of Organization for the above-referenced limited liability company, as well as our check in the amount of \$105.00 representing \$52.50 for filing fees and \$52.50 for a certified copy of same.

After filing the original Articles of Amendment, please certify the enclosed copy and return same to this office.

Sincerely,



Carrie Fagan, Legal Assistant  
to Bruce Brashear, Esq.

Enclosures

SH 3/18

FILED  
97 MAR 17 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

March 6, 1997

Carrie Fagan  
Bruce Brachear, Esq.  
920 N.W. 8th Ave., Suite A  
Gainesville, FL 32601

**SUBJECT: HERITAGE FIRE APPARATUS, L.C.**  
Ref. Number: L96000001318

We have received your document for HERITAGE FIRE APPARATUS, L.C. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Amended and Restated Articles of Organization. The original date of filing of the Articles of Organization must be included in the document. Since the total amount of contributions is increasing, the fee to file this document is \$250.00. If you would like a certified copy returned to you, please enclosed an additional \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 197A00011581

**BRUCE BRASHEAR**  
Counselor at Law  
920 N. W. 8th Avenue, Suite A  
Gainesville, FL 32601  
Phone: 352-336-0800  
Fax: 352-336-0505

**TRANSMITTAL MEMORANDUM**

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**DATE:** March 11, 1997  
**TO:** STEVEN HARRIS, Corporate Specialist  
**COMPANY:** FLORIDA SECRETARY OF STATE  
**FROM:** Carrie Fagan, Legal Assistant

**RE:**

Pursuant to your letter dated March 6, 1997, please find the enclosed Amended and Restated Articles of Organization of Heritage Fire Apparatus, L.L.C. The document has been entitled pursuant to your instructions, and an Article for the original filing date has also been included. Also enclosed please find a check in the amount of \$197.50 for additional fees due and a certified copy. Please advise should you require further information. Thank you.

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
HERITAGE FIRE APPARATUS, L.L.C.**

**FILED  
97 MAR 17 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**TO: Department of State  
Tallahassee, Florida 32304**

Pursuant to the provisions in Section 608.411 of the Florida Statutes, the undersigned limited liability company hereby adopts the following Articles of Amendment to its Articles of Organization pursuant to the unanimous consent of its members:

- I. The Articles of Organization shall be amended to read as follows:

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION  
OF HERITAGE FIRE APPARATUS, L.C.**

The undersigned members adopt the following Amended Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

**ARTICLE I  
NAME OF COMPANY**

The name of the limited liability company is Heritage Fire Apparatus Limited Company (the "Company").

**ARTICLE II  
ORIGINAL DATE OF FILING**

The original date of filing of the Articles of Organization is January 1, 1997.

**ARTICLE III  
PERIOD OF DURATION**

The Company shall terminate on December 31, 2026.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The address of the Company's principal office is as follows: 9150 S.W. 19<sup>th</sup> Avenue Road, Ocala, FL 34476. The name and address of the Company's registered agent in the State of Florida is as follows: William P. Roberts, 9150 S.W. 19<sup>th</sup> Avenue Road, Ocala, FL 34476.

**ARTICLE V  
REQUIREMENTS FOR ADMISSION OF ADDITIONAL  
MEMBERS**

Additional persons may be admitted to the Company as members and membership interests may be created and issued to these persons upon the approval of holders of a majority in interest of the remaining members entitled to vote and upon such terms and conditions as shall be set forth in the Company's regulations. A member may only transfer his or her interest in the Company in accordance with the regulations of the Company.

**ARTICLE VI  
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the first to occur of the following:

- (a) The expiration of the term of the Company;
- (b) The written consent of the Company's members representing at least two-thirds of the outstanding interest in the Company;
- (c) The death, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, unless within ninety (90) days after such event a majority in interest of the remaining members agree in writing to continue the business of the Company.

**ARTICLE VII  
MANAGEMENT**

The Company will be managed by the members of the Company in accordance with the Company's regulations. The names and addresses of the Company's managing members are as follows:

<u>Name</u>	<u>Address</u>
Chas St. Cyr	11960 S.E. 123 Ave. Oklawaha, FL 32179
Thomas E. Hill	7001 N.W. 52 <sup>nd</sup> Terr. Gainesville, FL 32653
Larry E. Laube	213 Bahia Circle Ocala, FL 34472
Christopher A. Porche	4430 S.E. 60 <sup>th</sup> St. Ocala, FL 34480
William P. Roberts	9150 S.W. 19 <sup>th</sup> Avenue Rd. Ocala, FL 34476

## **ARTICLE VIII PURPOSE**

The general purpose for which the Company is organized is to sell fire equipment and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

## **ARTICLE IX INDEMNIFICATION**

The Company shall indemnify a Member or Manager of the Company who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Member or Manager was a party, because the Member or Manager is or was a Member or Manager of the Company, against reasonable attorney fees and expenses incurred by the Member or Manager in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a Member, Manager, employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the Members, that indemnification of the Member, Manager, employee or agent, as the case may be, is permissible in the circumstances because the Member, Manager, employee or agent has met the standard of conduct set forth by the Members. The indemnification and advancement of attorney fees and expenses for Members, managers, employees and agents of the Company shall apply when such persons are serving at the Company's request while a Member, Manager, employee or agent of the Company, as the case may be, as a Member, Manager, partner, trustee, employee or agent of another foreign or domestic Company, Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by Member, Manager, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual's status as a Member, Manager, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a Member, Manager, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "Member," "Manager," "employee," and "agent" shall include the heirs, estates, executors, administrators or personal representatives of such persons.

IN WITNESS WHEREOF, THE FOLLOWING MEMBERS HAVE EXECUTED THESE  
AMENDED ARTICLES OF ORGANIZATION ON THIS 28 DAY OF FEBRUARY, 1997.

Chas St. Cyr  
CHAS ST. CYR

William P. Roberts  
WILLIAM P. ROBERTS

Thomas E. Hill  
THOMAS E. HILL

Larry E. Laube  
LARRY E. LAUBE

Christopher A. Porche  
CHRISTOPHER A. PORCHE

STATE OF FLORIDA

COUNTY OF Alachua

Before me personally appeared Chas St. Cyr, Thomas E. Hill, Larry E. Laube, Christopher A. Porche, and William P. Roberts, who are known to me to be the persons who executed the foregoing Amended Articles of Organization on behalf of Heritage Fire Apparatus Limited Company.

In witness whereof, I have hereunto set my hand and seal on this 28 day of February, 1997.

Bruce E. Vashear  
Notary Public, State at Large

Printed Name

My Commission Expires:



BRUCE E. VASHEAR  
My Comm. Exp. 3/18/00  
Bonded & Service Ins.  
No. C-358504

☒ Permanently in 1/2000-1/1

**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:

**HERITAGE FIRE APPARATUS, L.C.**

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

**William P. Roberts, 9150 S.W. 19<sup>th</sup> Avenue Road, Ocala, FL 34476.**

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.

Wm. P. Roberts  
**WILLIAM P. ROBERTS**

2-28-97  
(Date)

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HERITAGE FIRE APPARATUS, 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 members is \$60,000.
- 3) If any, the agreed value of property other than cash contributed by members is \$ None. 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 members is \$ None. This total includes amounts from 2 and 3 above.

  
WILLIAM P. ROBERTS, Member