

L 97000000247

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: NATURE COAST LANDSCAPING, L.C.
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy.

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-02/25/97--01071--001
***346.25 ***346.25

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM: HOWARD I. GROSS, ESQUIRE
Name (Printed or typed)

P.O. BOX 887
Address

FARMINGTON, CT 06034
City, State & Zip

(860) 676-3102
Daytime Telephone number

FILED
97 FEB 24 PM 2:50
STATE
TALLAHASSEE, FLORIDA

FEB 28 1: BSB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 14, 1997

HOWARD I. GROSS
LEVY & DRONEY, P.C.
P.O. BOX 887
FARMINGTON, CT 06034-0887

The name NATURE COAST LANDSCAPING, L.C. has been reserved for 120 days beginning January 14, 1997. The reservation number is R97000000171 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 097A00001782

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

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TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

NATURE COAST LANDSCAPING, L.C.

ARTICLE II - Address:

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

MAILING: P.O. Box 2286 Inverness, FL 34451

STREET: 1189 N. Mediterranean Way, Inverness, FL 34453

ARTICLE III - Duration:

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

February 1, 1997 to December 31, 2025

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:

Edison B. Phillips, Jr.
1189 N. Mediterranean Way
Inverness, FL 34453

- ☐ 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:

ARTICLE V - Admission of Additional Members:

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

Any Person acceptable to Members holder ^{major} a Majority Interest by their written consent may become a Member in the Company either (i) by the issuance by the Company of Membership Interests for such consideration as Members holding a Majority Interest by their written consent shall determine in good faith to be the fair value of the interest so issued, or (ii) as a transferee of a Member's Membership Interest or any portion thereof, subject to the terms and conditions of the Operating Agreement. No new Member shall be entitled to any retroactive allocation of losses, income or expense deductions incurred by the Company. The Manager may, at his option, at the time a Member is admitted, close the Company books (as through the Company's tax year had ended) or make pro-rata allocations of loss, income and expense deductions to a new Member for that portion of the Company's tax year in which a Member was admitted in accordance with the provisions of Section 706(d) of the Internal Revenue Code and the Treasury Regulations promulgated thereunder.

A person inheriting the interest of a deceased Member shall become a Member without further action of the remaining Members.

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:

The remaining Members may continue the business by the consent of remaining Members holding a Majority Interest within ninety (90) days after the Event of dissolution.

NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of NATURE
COAST LANDSCAPING, 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 \$ 10,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A.
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ N/A.
- 5) the total amounts of 2, 3 and 4 is \$ 10,000.00.

Edison B. Phillips, Jr.

Signature of a member or authorized representative of a member.

Edison B. Phillips, Jr.
(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: NATURE COAST LANDSCAPING, L.C.

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

SCOTT LITWINOVICH

(NAME)

1189 N. MEDITERRANEAN WAY

(P. O. Box NOT ACCEPTABLE)

INVERNESS, FL 34453

(CITY/STATE/ZIP)

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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.

Scott Litwinovich
(SIGNATURE)
Scott Litwinovich

2-6-97
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent