

297000000262

Robert Maloney

Requestor's Name

7118 Beech Lodge Trail

Address

Tallahassee FL 32312 668-8700

City/State/Zip

Phone #

6000002103926--2

03/04/97--01085--023

\*\*\*\*285.00 \*\*\*\*285.00

Office Use Only

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

1. Cosine Art Associates L.C.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☐ 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

## **ARTICLE OF ORGANIZATION**

**OF**

### **CUISINE ART ASSOCIATES, L.C.**

The undersigned incorporator, for the purpose of forming a business organization under the Florida Limited Liability Company Act, , F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

#### **ARTICLE I - NAME**

The name of the limited liability company shall be: **CUISINE ART ASSOCIATES, L.C.** ("Company").

#### **ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this company in Florida shall be: **7118 Beech Ridge Trail, Tallahassee, FL 32312.**

#### **ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of organization are filed by the Florida Department of State. The Company's existence shall terminate not later than March 1, 2027, unless the Company is earlier dissolve as provided in these Articles of Organization.

#### **ARTICLE IV - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to own, operate, and invest in restaurants 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 V - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is:

Name:

**James A. Preiss**

Street Address:

**7118 Beech Ridge Trail  
Tallahassee, FL 32312**

## **ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the sum of \$500.00 cash or property.

## **ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

## **ARTICLE VIII - 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 other members of the Company other than the member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

## **ARTICLE IX - 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 X - MANAGEMENT**

The company shall be managed by the members in accordance with regulations adopted 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:

Name:

Street Address:

**Mark A. Conner**

**7118 Beech Ridge Trail  
Tallahassee, FL 32312**

**James A. Preiss**

**7118 Beech Ridge Trail  
Tallahassee, FL 32312**

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 4<sup>th</sup> day of March, 1997.

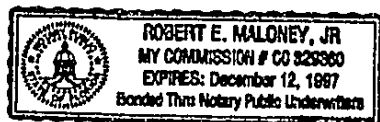
  
Mark A. Conner

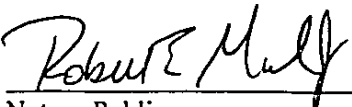
  
James A. Preiss

STATE OF  
COUNTY OF

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **James A. Preiss**, and **Mark A. Conner** to me known to be the organizers of the above limited liability company and who subscribed the above Articles of Organization, and who executed the foregoing instrument and who acknowledged before me that they executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 4<sup>th</sup> day of March, 1997.



  
Notary Public

AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED LIABILITY COMPANY

*The undersigned constituting all of the members of CUISINE ART ASSOCIATES, L.L.C.,  
a Florida limited liability company, certify:*

The amount of capital contributions to date of each member is \$ 500.00.

The total amount contributed and anticipated to be contributed by the members at this  
time totals \$50,000.00.

Signed this \_\_\_\_\_ day of March, 1997.

FURTHER AFFIANT SAYETH NAUGHT

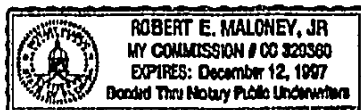
*Under penalties of perjury I declare that I have read the foregoing and know the contents  
thereof and that the facts stated herein are true and correct.*

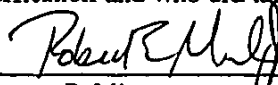
  
JAMES A. PREISS, member

  
MARK A. CONNER, member

STATE OF FLORIDA  
COUNTY OF LEON,

The foregoing instrument was acknowledged this 4<sup>th</sup> day of March, 1997 by JAMES  
A. PREISS and MARK A. CONNER, who are personally known to me or who have produced  
\_\_\_\_\_ as identification and who did take an oath.



  
Notary Public

Print Name: Robert E. Maloney, Jr.

My commission expires: 12/12/97

### ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above-stated limited liability company, by the Articles of Organization of Cuisine Art Associates, L.C. at the place designated in the Articles, 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.



James A. Preiss

DATE: \_\_\_\_\_

3/4/97