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AMER LAWYER

(Tampa)

343 ALMERIA AVENUE

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

OFFICE USE ONLY

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

1. **SCOOPS ON THE BEACH, L.C.**  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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12/16/97-01009-013

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NEW FILINGS	
	Profit
	NonProfit
x	Limited Liability
	Domestication
	Other

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Examiner's Initials

CF \$285

**ARTICLES OF ORGANIZATION**  
**OF**  
**SCOOPS ON THE BEACH, L.C.**

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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 **SCOOPS ON THE BEACH, L.C.**, ("Company").

**ARTICLE 2 - ADDRESS**

The principal place of business of the Company in Florida shall be 6870 Gulf Boulevard, Saint Petersburg Beach, Florida 33706 and the mailing address shall be the same.

**ARTICLE 3 - EFFECTIVE DATE**

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

**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 operate a business as an ice cream parlor 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.



343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900  
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479  
<http://www.amerilawyer.com>

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

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

## **ARTICLE 7 - MANAGEMENT**

The Managers of the Company shall be:

Operating Manager:	Millicent Goodman
Vice Operating Manager:	Martin Goodman
Secretary:	Martin Goodman
Treasurer:	Martin Goodman

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

## **ARTICLE 8 - 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 9 - 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 10 - 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




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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:

Martin Goodman  
6870 Gulf Boulevard  
Saint Petersburg Beach, Florida 33706

Millicent Goodman  
6870 Gulf Boulevard  
Saint Petersburg Beach, Florida 33706

**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 15, 1997.

  
\_\_\_\_\_  
Elsie Sanchez, Authorized Representative of the  
Members



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

AmeriLawyer®, 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®

By: Jeffrey A. Dowd  
Jeffrey A. Dowd, Attorney At Law

ARTLIMES



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF SCOOPS ON THE BEACH, L.C.**

The undersigned member or authorized representative of a member of SCOOPS ON THE BEACH, L.C. deposes and says:

1. the above named limited liability company has at least two members.
2. the total amount of contributions of the member(s) to SCOOPS ON THE BEACH, L.C. is as follows:
  - 2.1 Cash: \$30,000.00
  - 2.2 Property: \$0.00  
A description of the property is attached and made a part hereof.
  - 2.3 Promissory Note: \$0.00
  - 2.4 Services Rendered: \$0.00
3. the total amount of other obligations to contribute to SCOOPS ON THE BEACH, L.C. is as follows:
  - 3.1 Cash: \$0.00
  - 3.2 Property: \$0.00  
A description of the property is attached and made a part hereof.
  - 3.3 Services to be Performed: \$0.00

*Esei Sandy*

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.)



## PROPERTY EXHIBITS

Description of the Property Listed in 2.2 of the Affidavit of Membership and Contributions of SCOOPS ON THE BEACH, L.C. is as follows:

NONE

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Description of the Property Listed in 3.2 of the Affidavit of Membership and Contributions of SCOOPS ON THE BEACH, L.C. is as follows:

NONE

