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SECRETARY OF STATE
DIVISION OF CORPORATIONS

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

98 MAR 23 PM 2:20

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

SUBJECT: CITADEL SAILING, LLC
(Proposed limited liability company name - must include suffix)

700002465827--3
-03/24/98--01015--001
****285.00 ****285.00

Enclosed is an original and one (1) copy.

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: Steven B. Drucker

Name (Printed or typed)

Womble Carlyle Sandridge & Rice PLLC
Suite 700, 1275 Peachtree Street, NE

Address

Name		Atlanta, Georgia	30309-3574
Availability	KWM	City, State & Zip	
Document Examiner	KWM	404-872-7000	
Updater	KWM	Daytime Telephone number	
Updater Verifier	KWM		
Acknowledgement	KWM		
W. P. Verifier	KWM		

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WOMBLE
CARLYLE
SANDRIDGE
& RICE
A PROFESSIONAL LIMITED
LIABILITY COMPANY

Suite 700
1275 Peachtree Street, N.E.
Atlanta, GA 30309-3574

Telephone: (404) 872-7000
Fax: (404) 888-7490

Mary S. Barnett
Direct Dial: 404-888-7481
Direct Fax: 404-870-4850
E-mail: m_barnett@wcsr.com

March 17, 1998

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

RE: Citadel Sailing, LLC

Dear Sir or Madam:

Enclosed herein please find an original and one copy of the Transmittal Letter, Articles of Organization and Certificate of Designation of Registered Agent to be filed. Also, enclosed please find our check in the amount of \$285.00 to cover the cost of filing.

Thank you for your attention to this matter and if you have any questions or need any further information, please let me know.

Sincerely,

WOMBLE CARLYLE SANDRIDGE & RICE, PLLC



Mary S. Barnett
Corporate Paralegal

msb
Enclosures
cc: Mr. James B. Murphy III
Mr. Steven B. Drucker

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Rev. March 17, 1998

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CITADEL SAILING, LLC

ARTICLE II - Address:

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

116 DeSota Road
West Palm Beach, Florida 33405

ARTICLE III - Duration:

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

Perpetual

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:

☒ 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:

James B. Murphy III
116 DeSota Road
West Palm Beach, FL 33405

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ARTICLE V - Admission of Additional Members:

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

Upon the approval of a majority in interest of the remaining members to admit an additional member, then the additional member shall be admitted to the Company on the terms and conditions as shall be determined by a majority in interest of the members.

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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:

Upon an event of disassociation of a Member, subject to the approval of a majority in interest of the remaining members, and if only one remaining member exists, that member may admit an additional member, the members may elect to continue the business of the Company.

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.

**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: CITADEL SAILING, LLC

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

JAMES B. MURPHY III

(NAME)

116 DeSota Road

(P. O. Box NOT ACCEPTABLE)

West Palm Beach, Florida 33405

(CITY/STATE/ZIP)

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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.

James B. Murphy III
(SIGNATURE)
JAMES B. MURPHY III

3/5/98

(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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The undersigned member or authorized representative of a member of _____
CITADEL SAILING, LLC _____ 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 \$ 70,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-
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 \$ 70,000
This total includes amounts from 2 and 3 above.

James Byron Murphy III
Signature of a member or authorized representative of a member.

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.)