

L980000000 415

**TRANSMITTAL LETTER  
FOR FLORIDA LIMITED LIABILITY COMPANY**

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

600002471226--1  
-03/27/98-01096-003  
\*\*\*\*285.00 \*\*\*\*285.00

**SUBJECT: Emerald Endeavors, L.C.**  
**(Proposed limited liability company name - must include suffix)**

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 acknowledgment 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.**

FILED  
98 MAR 27 AM 11:30  
SECRET  
TALLAHASSEE FLORIDA

FROM: Franklin H. Watson  
Name (Printed or typed)

381 Pitts Bayshore Drive  
Address

Freeport, FL 32439  
City, State & Zip

(850) 231-3465  
Daytime Telephone number

Name	4/2/98
Availability	dec
Document Examiner	DEC
Updater	DEC
Updater Verifyer	?
Acknowledgement	DEC
W. P. Verifyer	DEC

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

## **ARTICLE I - Name:**

The name of the Limited Liability Company is:

Emerald Endeavors, L.C.

## **ARTICLE II - Address:**

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

381 Pitts Bayshore Drive  
Freeport, FL 32439

## **ARTICLE III - Duration:**

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

Perpetual

## **ARTICLE IV - Management:**

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:

Franklin H. Watson  
381 Pitts Bayshore Drive  
Freeport, FL 32439

The number of managers may be increased or decreased from time to time by amendment to, or in the manner provided by, Emerald Endeavors, L.C.'s Regulations.

## **ARTICLE V - Manager Liability:**

A manager of Emerald Endeavors, L.C., shall not be liable to the Limited Liability Company or its members for monetary damages for an act or omission in the manager's capacity as a manager, except as provided for in Chapter 608 of the Florida Statutes. Any repeal or amendment of this Article V by the members of the Company shall be prospective only and shall not adversely affect any limitation on the liability of a manager of the Limited Liability Company existing at the time of such repeal or amendment. In addition to the circumstances in which the manager of the Limited Liability Company is not liable as set forth in the preceding sentences, the manager shall not be liable to the fullest extent permitted by any provision of the Florida Statutes hereafter enacted that further limits the liability of a manager or of a director of a corporation.

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TALLAHASSEE, FLORIDA

**ARTICLE VII - 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:

Additional members may be admitted upon the approval by the manager. This admission is not subject to consent of non-manager members.

**ARTICLE VIII - 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 is hereby granted as provided in Emerald Endeavors, L.C.'s Regulations.

**ARTICLE XI - Organizer**

The name and address of the organizer of the Limited Liability Company is:

Franklin H. Watson  
381 Pitts Bayshore Dr.  
Freeport, FL 32439

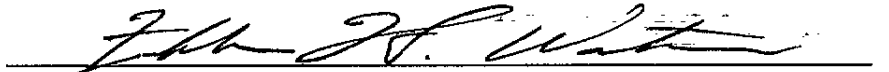
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98 MAR 27 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_  
Emerald Endeavors, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contribution by the member(s) is: \$ 0.
- 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: \$50,000.00.
- 5) the total amount of 2, 3 and 4 is: \$50,000.00.

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MAR 27 AM 11:30  
CLERK OF DISTRICT COURT  
STATE OF FLORIDA

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constituted 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: Emerald Endeavors, L.C.

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

Franklin H. Watson  
(NAME)

381 Pitts Bayshore Drive  
(P.O. BOX NOT ACCEPTABLE)

Freeport, FL 32439  
(CITY/STATE/ZIP)

*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.*

  
(SIGNATURE)

03/26/98  
(DATE)

**Filing Fee: \$35 for Designation of Registered Agent**

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98 MAR 27 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA