

# L99000001212

Hospitality Linen Services of Southwest Florida, LLC.

Requestor's Name

1400 Gulf Shore Blvd North, Ste 218

Address

Naples, FL 34102

City/State/Zip

Phone #

Office Use Only

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input 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

① money  
② mailing address

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

Name	2/15/99
Address	1400 Gulf Shore Blvd North, Ste 218
City/State/Zip	Naples, FL 34102
Phone	
Annual Report	DCC
Fictitious Name	
Name Reservation	
Updater	
Verifier	DCC
Acknowledgement	DCC
W.P. Verifier	DCC

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. TAX \_\_\_\_\_  
FILING \_\_\_\_\_  
R. AGENT FEE \_\_\_\_\_  
C. STATE \_\_\_\_\_  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
REFUND \_\_\_\_\_

L99000001212

Examiner's Initials



February 23, 1999

Ms. Diane Cushing  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, LLC  
Ref. Number W99000003809      Letter Number: 899A00006721

Dear Ms. Cushing:

We have received the return of our document for Hospitality Linen Services of Southwest Florida, LLC for payment due of \$285.00. We apologize for this error and enclose a check for this amount to cover this processing.

We also note in your letter the reminder that the document must contain both the street address of the principal office and the mailing address of the limited liability company. We believe that this is sufficiently covered in the document being listed as: Suite 218

1400 Gulf Shore Boulevard North  
Naples, Florida 34102

If you have any additional questions, our attorney has asked that you contact him directly to expedite this process. His information is as follows: James Stewart

2121 County Road 951, Suite 101  
Golden Gate, Florida 34116-6543  
941-353-1040

Thank you for your assistance in this matter.

Sincerely,

Larry S. Blankenship  
Vice President - Finance



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 15, 1999

HOSPITALITY LINES SERVICES OF SOUTHWEST FLORIDA, LLC  
1400 GULF SHORE BLVD NORTH, STE 218  
NAPLES, FL 34102

SUBJECT: HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, LLC  
Ref. Number: W99000003809

We have received your document for HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$285.00.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 899A00006721

# ARTICLES OF ORGANIZATION

## OF

### HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, L.L.C.,

*a Florida limited liability company*

**THE UNDERSIGNED** hereby certifies that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I

##### NAME AND PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The name of the limited liability company shall be:

**HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, L.L.C.,**  
*a Florida limited liability company.*

and its principal office shall be located at: and mailing address:

Suite 218  
1400 Gulf Shore Boulevard North  
Naples, Florida 34102,

but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### ARTICLE II

##### PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the *Florida Statutes*.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in

the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV

##### MANAGEMENT

This limited liability company shall be managed by **ONE(1)** manager. The name and address of the person who shall serve as manager until the later of (i) the first annual meeting of members or (ii) a successor is elected and qualified are as follows:

**JOHN E. AYRES, JR.**  
Suite 218  
1400 Gulf Shore Boulevard North  
Naples, Florida 34102

#### ARTICLE V

##### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI

##### CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$475,000.00 shall be paid to the limited liability company by the members in the shares set forth below:

MEMBER	PERCENTAGE
<b>JOHN E. AYRES, JR.</b>	32.99%
<b>LARRY S. BLANKENSHIP</b>	0.01%
<b>KATHERYN ESPING, Trustee of the JENNIFER ESPING TRUST #2</b>	22.33%
<b>KATHERYN ESPING, Trustee of the JULIE LYNN ESPING TRUST #2</b>	22.33%
<b>KATHERYN ESPING, Trustee of the WILLIAM P. ESPING TRUST #2</b>	22.34%

Additional contributions will be made as required for business purposes, as determined by unanimous consent of the members. Members will make contributions in such shares as shall be determined by unanimous consent of the members.

## ARTICLE VII

### PROFITS AND LOSSES

(a). *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified in the percentages set forth in Article VI. The distributive share of the profits shall be determined and paid to the members as determined by the members from time-to-time, taking into account the working capital needs of the limited liability company.

(b). *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business.

## ARTICLE VIII

### DURATION

This limited liability company shall exist until February 4, 2019, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

## ARTICLE IX

### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is:

Suite 218  
1400 Gulf Shore Boulevard North  
Naples, Florida 34102

and the name of the company's initial registered agent at that address is:

**JOHN E. AYRES, JR.**

**THE UNDERSIGNED**, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, L.L.C.**, a Florida limited liability company.

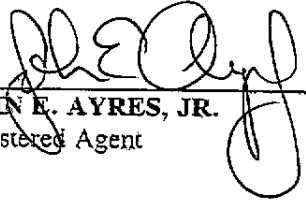
**EXECUTED BY** the undersigned at Naples, Collier County, Florida, this \_\_\_\_ day of

February, 1999.

  
JOHN E. AYRES, JR.  
Member

#### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named as registered agent for the above-stated limited liability company, at the place designated in these Articles of Organization, I state that I am familiar with and I accept the obligations of registered agent of the above stated limited liability company, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations as registered agent under the FLORIDA LIMITED LIABILITY COMPANY ACT.

  
JOHN E. AYRES, JR.  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**AFFIDAVIT UNDER FLORIDA STATUTES § 608.407(2)**

OF

**HOSPITALITY LINEN SERVICES OF SOUTHWEST  
FLORIDA, L.L.C.,***a Florida limited liability company*

STATE OF FLORIDA

COUNTY OF COLLIER

IN COMPLIANCE with Florida Statutes §608.407(2), the undersigned member of  
**HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, L.L.C.,** a  
*Florida limited liability company*, deposes and says:

- 1) The limited liability company identified above has at least two members.
- 2) The total amount of cash contributed by the members is \$75,000.00.
- 3) If any, the agreed value of property other than cash contributed by the members is \$400,000.00. Such property consists of operating furniture, fixtures and equipment, including leasehold improvements.
- 4) The total amount of cash or property anticipated to be contributed by the members is \$475,000.00. This total includes the amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NAUGHT

  
JOHN E. AYRES, JR.  
Member

THE FOREGOING INSTRUMENT was acknowledged before me this 5 day of February, 1999, by JOHN E. AYRES, JR., member, on behalf of **HOSPITALITY LINEN SERVICES OF SOUTHWEST FLORIDA, L.L.C.,** a Florida limited liability company. He is personally known to me.

  
NOTARY PUBLIC - STATE OF  
FLORIDA AT LARGE