

L 99000005274

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

500002966865--9

-08/23/99--01092--039

****285.00 ****285.00

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

1. 1099, 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

FILED
99 AUG 24 AM 10:03
RECEIVED
99 AUG 23 AM 11:25
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 23, 1999

FILINGS

SUBJECT: 1099, L.C.
Ref. Number: W99000019478

We have received your document for 1099, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers 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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 999A00042274

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99 AUG 24 AM 8:07
RECEIVED
99 AUG 24 PM 3:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
1099, L.C.,**

The undersigned, for the purpose of forming a limited liability company 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 1099, L.C., (hereinafter referred to as "Company").

**ARTICLE II
PURPOSE AND POWER**

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of, the managers of the Company.

**ARTICLE III
ADDRESS**

The mailing address and street address of the principal office of the Company shall be:

707 S. Washington Boulevard
Sarasota, FL 34236

**ARTICLE IV
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 be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Regulations.

**ARTICLE V
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

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

Registered Agent:	Robert E. Messick
Registered Office:	2033 Main St, Suite 600 Sarasota, Florida 34237

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VI
CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash and/or property set forth in Exhibit "A" annexed hereto and made a part hereof.

ARTICLE VII
ADDITIONAL CAPITAL CONTRIBUTIONS

No member shall be required or obligated to make additional capital contributions to the Company except as may otherwise provided in the Operating Regulations entered into by the members of the Company.

ARTICLE VIII
RESTRICTIONS ON MEMBERSHIP

No additional members shall be admitted to the Company except with the consent of the members of the Company holding a majority interest in the ownership interest of the Company and on such terms and conditions, including the contribution to capital, as shall be determined by the members holding a majority of interest in the Company, as of the time of such admission. A member may not transfer a member's interest in the Company except in the manner and as specifically set forth in the Operating Regulations of the Company, and any transferee shall have no right to participate in the management of the business and affairs of the Company or to become a member unless members holding a majority interest in the ownership of the Company approve the proposed transfer in accordance with the Company's Operating Regulations.

ARTICLE IX
TERMINATION OF EXISTENCE AND MEMBERS' RIGHTS TO CONTINUE BUSINESS

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on 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 the remaining members holding a majority interest in the ownership of the Company.

ARTICLE X
ELECTION OF OFFICERS

The following named individuals shall be and are hereby nominated and elected to the respective offices set opposite their respective names, to serve until the annual meeting of the members and until their successors are elected and qualified:

VERNON G. BUCHANAN	President
SHELBY CURTSINGER	Vice President
KEVIN S. BRODSY	Vice President
JOHN TOSCH	Vice President
SALVATORE ROSA	Treasurer
JOHN TOSCH	Secretary

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FALLAHASSEE, FLORIDA

ARTICLE XI MANAGEMENT

The Company shall be managed by the managing member of the Company in accordance with the Company's Operating Regulations as adopted by the members of the Company holding a majority of the ownership interest in the Company for management of the business and affairs of the Company. These Operating Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The managing member is: Vernon G. BUCHANAN-----707 S. Washington Blvd. Sarasota, Fl. 34236

ARTICLE XII VOTING

On each matter on which the membership interest is entitled to vote, a member will have one (1) vote for each membership unit and a fraction of one (1) vote for any fraction of one (1) membership unit owned by a member. A membership unit shall be issued by the Company for each One Dollar (\$1.00) of gross asset value contributed to the Company reduced by any liabilities assumed by the Company or secured by such assets contributed to the Company as determined by a majority of the members holding ownership interests in the Company.

Cumulative voting is not allowed. Pre-emptive rights do not exist.

ARTICLE XIII OPERATING REGULATIONS

The Operating Regulations entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Regulations of the Company, as amended and in existence from time to time.

ARTICLE XIV INDEMNIFICATION OF MEMBERS AND OFFICERS

To the full extent permitted by Florida law, no manager or officer of the Company shall be liable to the Company or its members for monetary damages for an act or omission in such member's or officer's capacity as a member or officer of the Company, except that this Article does not eliminate or limit the liability of a member or officer to the extent the member or officer is found liable for

- (i) a breach of the member's or officer's duty of loyalty to the Company or its members;
- (ii) an act or omission not in good faith that constitutes a breach of duty of the member or officer to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law;
- (iii) A transaction from which the member or officer received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the member's or officer's office; or,
- (iv) an act or omission for which the liability of a member or officer is expressly provided by an applicable statute.

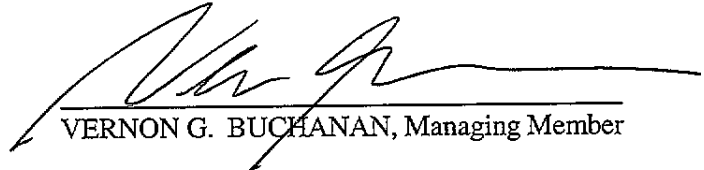
Any repeal or amendment of this Article by the members of the Company shall not adversely affect any indemnification of a member or officer of the Company, or limitation on the indemnification of a

member or officer of the Company existing at the time of such repeal or amendment. In addition to the circumstances in which the member or officer of the Company is not liable as set forth in the preceding sentences, the member or officer shall not be liable to the fullest extent permitted by any provision of the statutes of Florida hereafter enacted that further limits the liability of a member or officer of a limited liability company or of a director of a corporation. The foregoing limitation of the liability to the Company or its members or officers for monetary damages shall not be deemed exclusive of any other rights or limitations of liability or indemnity to which a manager or officer may be entitled under any other provision of the Articles of Organization or the Operating Regulations of the Company, contract or agreement, vote of officers and/or disinterested officers of the Company, or otherwise.

ARTICLE XV
AMENDMENT

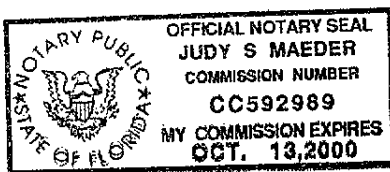
The Articles of Organization may be amended, from time to time, by a vote of the members of the Company holding a majority of the ownership interest in the Company.


IN WITNESS WHEREOF, the undersigned organizers, who are members of this limited liability company, has made and subscribed these Articles of Organization at Sarasota, Florida on this August ___, 1999.


VERNON G. BUCHANAN, Managing Member

STATE OF FLORIDA
COUNTY OF SARASOTA

I certify that on August 20, 1999, VERNON G. BUCHANAN, the person described as the organizer, acknowledged executing the foregoing Articles of Incorporation, is personally known to me, and did not take an oath.




Notary Public Judy S. Maeder
My Commission Expires:

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99 AUG 24 AM 8:07
CLERK OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

SCHEDULE OF CAPITAL CONTRIBUTIONS BY MEMBERS

Initial Capital Contribution:

<u>Name</u>	<u>Initial Capital Contribution</u>		<u>Membership Units</u>
VERNON G. BUCHANAN	\$51,000.00	CASH (51%)	51,000
SHELBY CURTSINGER	\$39,000.00	CASH (39%)	39,000
KEVIN S. BRODSKY	\$10,000.00	CASH (10%)	10,000

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20 AUG 24 AM 8:07
CLERK OF COURT
TALLAHASSEE, FLORIDA

**AFFIDAVIT DECLARING THAT
1099, L.C.
HAS AT LEAST THREE MEMBERS
AND
AMOUNT OF CONTRIBUTIONS BY MEMBERS**

STATE OF FLORIDA
COUNTY OF SARASOTA

I, VERNON G. BUCHANAN, have personal knowledge of the following:

1. 1099, L.C., has three (3) members.
2. The amount of cash contributed by the members is as follows:

<u>Name</u>	<u>Initial Capital Contribution</u>	<u>Membership Units</u>
VERNON G. BUCHANAN	\$51,000.00 CASH (51%)	51,000
SHELBY CURTSINGER	\$39,000.00 CASH (39%)	39,000
KEVIN S. BRODSKY	\$10,000.00 CASH (10%)	10,000

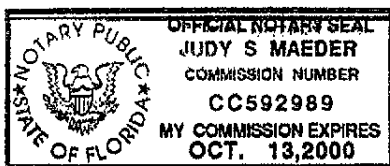
3. There is, at this time, additional amounts or property currently anticipated to be contributed by the members at a future date.
4. The total amount of cash and property contributed and anticipated to be contributed by members is \$100,000.00 as of the date hereof.

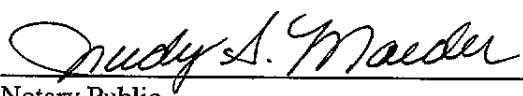
Under penalties of perjury, I swear and affirm that the foregoing is true and correct.

Dated: August 20, 1999


VERNON G. BUCHANAN

Before me, the undersigned authority, on this 20 day of August, 1999, personally appeared VERNON G. BUCHANAN, who took an oath, and acknowledged here execution of the foregoing, and that the same is true and correct.




Notary Public

Judy S. Maeder
(Printed name of Notary Public)
My commission expires:

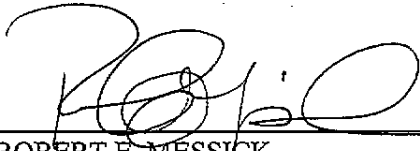
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
1099, L.C.**

Having been named to accept service of process for the above stated limited liability company, at the place designated in the company's Articles of Organization, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: August 20, 1999



ROBERT E. MESSICK

FAUSERS\REMSRQ-500\1099LC\1099.LLC

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99 AUG 24 AM 8:07
STATE OF FLORIDA
TALLAHASSEE, FLORIDA