

P18000073952

Florida Department of State

Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H18000253240 3)))



H180C02532403ABCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : BUSINESS FILINGS
Account Number : 105256001620
Phone : (608)827-5300
Fax Number : (608)827-5501

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: Sarah@livhydrate.com

FLORIDA PROFIT/NON PROFIT CORPORATION

LIV Hydration & Wellness Corp.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

2018 AUG 29 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FL

2018 AUG 29 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FL
FILED

Electronic Filing Menu

Corporate Filing Menu

Help

FAX AUDIT # H18000253240 3

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: LIV Hydration & Wellness Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
17110 NW 11th Ave, Miami, Florida 33169

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: All lawful business

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000.
The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:
Sarah Clarke, 17110 NW 11th Ave, Miami, Florida 33169

The initial officers of the corporation are:

Sarah Clarke, President, 17110 NW 11th Ave, Miami, Florida 33169
Sarah Clarke, Vice-President, 17110 NW 11th Ave, Miami, Florida 33169
Sarah Clarke, Secretary, 17110 NW 11th Ave, Miami, Florida 33169
Sarah Clarke, Treasurer, 17110 NW 11th Ave, Miami, Florida 33169

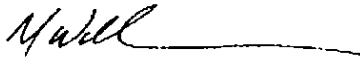
ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1200 South Pine Island Road, Plantation, Florida 33324. Located in the County of Broward.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Business Filings Incorporated, 8020 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: 

Business Filings Incorporated
Mark Williams, A.V.P.

Date: 29th day of August, 2018

Signature: 

Business Filings Incorporated, Incorporator
Mark Williams, A.V.P.

Date: 29th day of August, 2018

The document was prepared by: Business Filings Incorporated, Mark Williams, 8020 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

FAX AUDIT # H18000253240 3

L18000209450

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

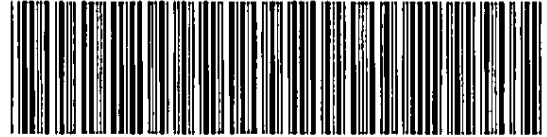
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900317427959

08/31/19--01213--009 **160.00

FILED

AUG 31 AM 10:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. PAGE
SEP 05 2019

**ARTICLES OF ORGANIZATION
OF
BILLBOARD 655, LLC.**

The undersigned, desiring to form a limited liability company under the provisions of the laws of the State of Florida, does hereby make, subscribe and acknowledge before a notary public, and file with the Secretary of State of the State of Florida, the following Articles of Organization for such limited liability company:

ARTICLE I - NAME

The name of the limited liability company is:

BILLBOARD 655, LLC.

ARTICLE II - PURPOSE

- a. To engage in any legal activity including but not limited to billboard advertising and to carry on services incident thereto.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this limited liability company.
- c. The services of this limited liability company shall be carried out only through its members, employees and agents.
- d. The limited liability company shall have full power and lawful authority to issue, execute, assign and endorse notes, mortgages, bonds and other negotiable papers; to secure any indebtedness due it in the same manner common to natural persons. It shall have the full

FILED
AUG 31 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

authority to loan money and secure the payment thereof by accepting mortgages, personal endorsements or assignments of personal property or other security. It may be sued, contract or be contracted with, and do any and all other acts necessary or incidental to the powers herein specifically designated.

e. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

f. The foregoing shall be construed as independent businesses, and the enumeration of any specific business shall not restrict any other business of the corporation.

g. The limited liability company shall, in addition, have the power to carry on any other lawful business whatsoever in connection with the foregoing, which is calculated directly or indirectly to promote the interest of the corporation, or to enhance the value of its assets.

h. To do and perform and cause to be done or performed each, any and all of the acts and things above enumerated and any and all other acts and things insofar as the same may be incidental to or included in any or all of the general powers given, always provided that the grant of the foregoing enumerated powers is upon the express condition precedent that the various powers above enumerated shall be exercised by the acts above recited under which said company is organized, and the same shall be exercised by said company only in the manner and to the extent that the same shall be authorized to be exercised under the said acts above recited under which it was organized. The said limited liability company may perform

any part of its business outside the State of Florida or in any other states or colonies of the United States or in any foreign country or countries.

ARTICLE III - DURATION

This limited liability company shall exist on a perpetual basis commencing on the date of execution and acknowledgment of these Articles of Organization.

ARTICLE IV - SHARING OF PROFITS AND LOSSES

The profits and losses of the company shall be shared among all then existing members of the limited liability company in accord with the ratio of the membership interests of the members.

ARTICLE V - INITIAL MEMBERS OF THE COMPANY

This company will have one initial member. The number of members may be increased from time to time by the managing member. The initial member is:

STEVEN A. SPRAGUE, SR.
14268 Leeward Way
Palm Beach Gardens, Fl., 33410

ARTICLE VI - AMENDMENT

This company reserves the right to amend any provision contained in these Articles of Organization or any amendment thereto. However, any such amendment must be by a majority vote of the then existing members.

ARTICLE VII - MANAGEMENT

The management of the limited liability company shall be conducted by a Manager. All management decisions shall be made by the Manager and all actions and powers set forth in Article II (b) - (f) may be made only by such Manager. The members of the company shall have the power by a majority vote only of membership interest, to change managers or to otherwise amend or alter this Article for the regulation and operation of the affairs of the company that are not inconsistent with the applicable laws or these Articles. The initial managing member is STEVEN A. SPRAGUE, SR.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 14268 Leeward Way, Palm Beach Gardens, Florida, 33410, and the name of the initial registered agent of this limited liability company at that address is STEVEN A. SPRAGUE, SR.

ARTICLE IX - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office of the limited liability company shall be located at

14268 Leeward Way
Palm Beach Gardens, Florida, 33410

and the mailing address of the limited liability company shall be

14268 Leeward Way
Palm Beach Gardens, Florida, 33410

FILED
AUG 31 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, STEVEN A. SPRAGUE, SR. being the original members of the company herein above named for the purpose of forming a limited liability company to do business both without and within the State of Florida do hereby make, subscribe, acknowledge and file these Articles of Organization, hereby declaring and certifying that the facts therein stated are true and correct, and have hereunto set our hand and seal this 24 day of August, 2018.

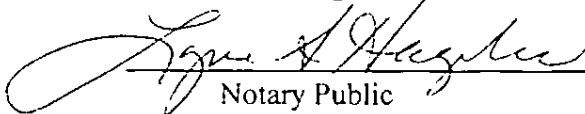

STEVEN A. SPRAGUE, SR.

STATE OF FLORIDA)(

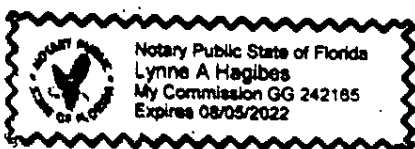
COUNTY OF PALM BEACH)(

Before me, the undersigned authority personally appeared STEVEN A. SPRAGUE, SR., the original Member, who is ✓ personally known or who has produced N/A as identification, to me and after being by me first duly cautioned and sworn, upon his oath, deposes and says that he has the authority to sign these Articles of Organization on behalf of the Member of BILLBOARD 655, LLC. and acknowledges the said execution by his voluntary act and deed, and that the facts therein stated are truly set out.

WITNESS my hand and official seal this 24 day of August, 2018.


Notary Public

Notary Stamp:

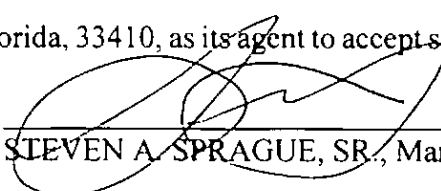


FILED
2018 AUG 31 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT

Pursuant to and in compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That BILLBOARD 655, LLC, desiring to organize under the laws of the State of Florida with its principal office in the City of Palm Beach Gardens, County of Palm Beach, State of Florida, as indicated in the Articles of Organization, has named STEVEN A. SPRAGUE, SR., 14268 Leeward Way, Palm Beach Gardens, Florida, 33410, as its agent to accept service of process within this state.


STEVEN A. SPRAGUE, SR., Managing Member

Dated: 8/24/2018

Having been named to accept services of process for the above stated limited liability company, at the place designated in the certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office and to comply with all provisions of all statutes relative to the proper and complete performance of my duties.

Dated 8/24/2018


STEVEN A. SPRAGUE, SR., Registered Agent

FILED

AUG 31 AM 10:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA