

L25000026030

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**FLORIDA LIMITED LIABILITY CO.
FLACKS CAPITAL LLC**

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

2025 JAN 16 AM 3:37

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**ARTICLES OF ORGANIZATION
OF
FLACKS CAPITAL LLC
(a Florida limited liability company)**

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is Flacks Capital LLC (hereinafter, the "**Company**").

**ARTICLE II
MAILING AND PRINCIPAL ADDRESS**

The mailing address and street address of the principal office of the Company is 1450 Brickell Avenue, Suite 1900, Miami, Florida 33131.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the Company's registered agent is James D. Gassenheimer, 1450 Brickell Avenue, Suite 1900, Miami, Florida 33131.

**ARTICLE IV
MANAGEMENT**

The Company shall be manager-managed. The name and address of the initial manager of the Company is:

James D. Gassenheimer
1450 Brickell Avenue, Suite 1900
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 15th day of January 2025.

/s/ James D. Gassenheimer
James D. Gassenheimer, Authorized Representative

AT: 3:37

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for FLACKS CAPITAL LLC at the place designed in Article III of the Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, F.S.

/s/ James D. Gassenheimer
James D. Gassenheimer

Dated: January 15, 2025

2025 JAN 16 AM 3:37

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Fax transmission job no. V2_1736979875_EF_135339_AKC6ZSRJ-1412917850 from 18779192613 was interrupted at 1/15/2025 16:28:09 CST after delivering 2 out of 5 pages. This fax is a continuation from page 3

ARTICLES OF INCORPORATION

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In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: 45 AEROMEDICAL EVACUATION BOOSTER CLUB INC

ARTICLE II PRINCIPAL OFFICE

Principal street address:

9035 BAYSHORE BLVD, BUILDING 717

TAMPA, FLORIDA 33621

HILLSBOROUGH

Mailing address, if different is:

9035 BAYSHORE BLVD, BUILDING 717,

TAMPA, FLORIDA 33621

HILLSBOROUGH

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide morale and welfare to the fine men and women who bring our troops home.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: BY LAWS

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Robert Rebouche (DIRECTOR)

Address: 9035 Bayshore Blvd, Building 717,

Tampa FL 33621

Name and Title: Jatthealiz Lugo Martinez (DIRECTOR)

Address: 9035 Bayshore Blvd, Building 717,

Tampa FL 33621

Name and Title: Brandon Lillemont (DIRECTOR)

Address: 9035 Bayshore Blvd, Building 717,

Tampa FL 33621

Name and Title: Kelsey Wells (DIRECTOR)

Address: 9035 Bayshore Blvd, Building 717,

Tampa FL 33621

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

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Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

ARTICLE VI REGISTERED AGENTThe **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:Name: ROBERT REBOUCHEAddress: 9035 BAYSHORE BLVD, BUILDING 717TAMPA, FL 33621**ARTICLE VII INCORPORATOR**The **name and address** of the Incorporator is:Name: LOVETTE DOBSONAddress: 17350 STATE HWY 249 #220HOUSTON, TX 77064**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: _____. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity:*

Required Signature of Registered Agent

01/15/2025

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Required Signature of Incorporator

01/15/2025

Date

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501c3 language

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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