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Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305)541-3694 Phone Fax Number ; (305)541-3770

LIMITED LIABILITY COMPANY

the kicklighter group, lc

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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - Name:

The name of the Limited Liability Company is: THE KICKLIGHTER GROUP, L.C.

#### ARTICLE II - Address:

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

6412 North University Drive - #105 Tamarac, FL 33321

#### **ARTICLE III - Duration**

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

Thirty (30) years. In the event of the death or resignation of one of the members of the Limited Liability Company, the Company shall be terminated, unless the remaining members unanimously consent to continue the existence of the Limited Liability Company.

PREPARED BY:

Edward J. Jennings, Esq. 200 SE 18th Court Ft. Lauderdale, FL 33316 (954) 764-4330

FLA. BAR NO. 312797

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#### ARTICLE IV - Registered Agent

The name and address of the initial Registered Agent and the Registered Office of the Limited Liability Company shall be:

> Edward J. Jennings, Esq. 200 SE 18th Court Ft. Lauderdale, FL 33316 (954) 764-4330

#### **ARTICLE V - Purpose**

The purpose for which the Limited Liability Company is organized is to conduct any and all lawful business. General Business.

#### ARTICLE VI - Admission

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Bylaws of this Company.

#### ARTICLE VII - Management of Company

The business of the Company shall be managed by its Members in proportion to their contributions to the capital of the Company as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

The names and address of the Manager is:

J. Leilani Kicklighter 6412 North University Drive - #106 Tamarac, Florida 33321

such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are elected and qualify.

#### ARTICLE VIII - Amendment of Regulations

The power to adopt, alter, amend or repeal the Regulations of this Company shall be H01000016535 vested in the Members/Managers of the Company.

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#### **ARTICLE IX - Incorporators**

The name and address of the Incorporators executing these Articles of Organization are as follows:

J. Leilani Kicklighter 6412 North University Drive - #106 Tamarac, FL 33321

#### **ARTICLE X - Informal Action of Members**

Any action of the Members may be taken without a meeting if consent in writing forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Managers of the Company as part of its records.)

#### **ARTICLE XI - Transferability**

An interest of a member of this Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining members of this Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this Company or to become a member. The transferee shall be entitled to receive only the share of the profits or other compensation by way of income, and the return of contributions to which the member otherwise would be entitled.

#### ARTICLE XII - Admission of Additional Members

The Members shall have the right to admit additional members from time to time. The terms and conditions for admission of additional members shall be as set forth in the Company's Operating Agreement.

#### ARTICLE XIII - Continuation of Membership

The remaining Members of the Company shall have the right to continue the business of the company after the death, retirement, resignation, expansion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, upon the terms and conditions set froth in the Operating Agreement of the Company.

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	ON 608.408(3), FLORIDA STATUTES. THE IT CONSTITUTES AN AFFIRMATION UNDER THE THE FACTS STATED HEREIN ARE TRUE.  J. Leilani Kicklighter		
IN WITNESS WHEREOF, the under Organization for Florida LC this day	ersigned incorporates have executed these Articles of of February, 2001.	01 FEB 12	<u> </u>
above, personally appeared, J. Lej 100	ted to take acknowledgments in the State and County set Sight    Kicklight   who are the person(s) who have it	PH 4: 23	FILED
executed those Articles of Organization for	hereunto set my hand and official seal in the state and county		
	Notary Public - State of Florida  Personally Known  Produced I.D.		

My Commission Expires:

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Type of I.D. Produced

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#### 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.

- The name of the Limited Liability Company is:
  - THE KICKLIGHTER GROUP, L.C.
- The name and address of the Registered Agent and office is:

Edward J. Jennings, Esq. Law Offices of Edward J. Jennings, P.A. 200 SE 18th Court Ft. Lauderdale, FL 33316 (954) 764-4330

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.

Edward J. Jennings Fla. Bar No. 312797

Date: February 5, 2001

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