

Division of Corporations

Page 1 of 1

**L03000052164**

Florida Department of State  
Division of Corporations  
Public Access System

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.

(((H03000334565 3)))

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) 205-0383

From: Account Name : CARLTON FIELDS  
Account Number : 076077000355  
Phone : (813) 223-7000  
Fax Number : (813) 229-4133

03 DEC 12 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

AND  
FILED

RECEIVED  
03 DEC 12 AM 8:06  
DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**  
**NORTHWIND MANAGEMENT, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing

Public Access Help

*DB*  
*12-12-03*

FAX AUDIT NO. H03000334565 3

**ARTICLES OF ORGANIZATION  
OF  
NORTHWIND MANAGEMENT, LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of **NORTHWIND MANAGEMENT, LLC** (the "Company"):

**ARTICLE ONE**

**NAME**

The name of the limited liability company is: **NORTHWIND MANAGEMENT, LLC**

**ARTICLE TWO**

**ADDRESS**

The mailing address and street address of the principal office of the Company is c/o Fortune International, 1300 Brickell Avenue, Miami, Florida 33131.

**ARTICLE THREE**

**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company is: **CFRA, LLC**, One Harbour Place, 5<sup>th</sup> Floor, 777 S. Harbour Island Boulevard, Tampa, Florida 33601-3239. The mailing address of the registered agent of the Company is: P.O. Box 3239, Tampa, Florida 33601-3239.

03 DEC 12 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FL  
AND FILED

FAX AUDIT NO. H03000334565 3

This instrument prepared by:  
William D. Rohrer, Esq.  
Carlton Fields, P.A.  
100 SE 2<sup>nd</sup> Avenue  
P.O. Box 019101  
Miami, FL 33131-9101  
Tel: (305) 530-0050  
MIA#2283421.1

FAX AUDIT NO. H03000334565 3

03 DEC 12 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

ARTICLE FOUR

MANAGEMENT

The Company will be a manager-managed company.

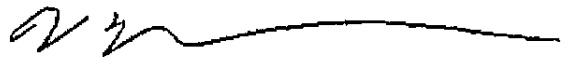
ARTICLE FIVE

INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, these Articles of Organization have been executed by an authorized representative of a Member of the Company as of the 11<sup>th</sup> day of December, 2003.



WILLIAM D. ROHRER, Authorized Representative

FAX AUDIT NO. H03000334565 3

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for **NORTHWIND MANAGEMENT, LLC** in the foregoing Articles of Organization, CFRA, LLC, a Florida limited liability company, hereby agrees to accept service of process for **NORTHWIND MANAGEMENT, LLC** to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. CFRA, LLC is familiar with and accepts the obligations of that position.

CFRA, LLC, a Florida limited liability company

By:   
WILLIAM D. ROHRER, Authorized Representative

12-11-03

AND FILED  
03 DEC 12 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA