

L04000009399

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

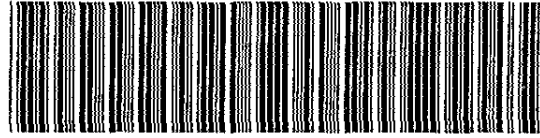
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

*Handwritten signature/initials*



800027673508

01/28/04--01038--026 \*\*155.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 JAN 28 PM 12:16

FILED

# Schofield & Spencer, P. A.

Suite 300  
1429 60th Avenue West  
(Flamingo Boulevard)  
Bradenton, Florida 34207

Attorneys at Law  
(941) 755-2674  
Fax (941) 756-0981

P. Allen Schofield  
Mary Anne Spencer  
†Laura Jean Guy  
Kathleen Constantine  
†Also Admitted in the State of  
North Carolina

January 26, 2004

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
TALLAHASSEE, FLORIDA 32314

RE: **Phoenix Assts, LLC**

Dear Sir:

Enclosed herewith please find the original and one copy of Articles regarding the above named new Limited Liability Company.

Also enclosed is our check in the amount of \$155.00 to cover Filing Fee, Registered Agent's Fee, Corporate Tax and Certified Copy of the Articles .

Please return certified copy of Articles to this office at your earliest convenience.

Sincerely,

  
P. Allen Schofield

FILED  
04 JAN 28 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
PHOENIX ASSETS, LLC.

FILED  
04 JAN 28 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 PHOENIX ASSETS, LLC.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 10315 44<sup>th</sup> Ave. W., 39 5<sup>th</sup> St., Bradenton, FL 34210.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are P. Allen Schofield, Esq., 1429 60th Avenue West, Suite #300, Bradenton, FL 34207.

ARTICLE V -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE VII -- MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 majority vote of all the remaining members.

**ARTICLE VIII -- MANAGEMENT**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME

**DEIGNAN MANAGEMENT, INC.**  
President: Michael Deignan

ADDRESS

**5219 N. Catherine , Plattsburgh, NY 12901**

NAME

**TRIQUEST, LTD**  
General Partner: Terry Sexton

ADDRESS

**5 Haymeadow Rd., Morrisonville, NY 12962**

FILED  
JAN 28 PM 1:35  
CLERK OF SUPERIOR COURT  
TAMMASEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Schofield & Spencer, PA, 1429 60th Ave. West, Suite 300, Bradenton, Manatee County, Florida, on January 26<sup>th</sup>, 2004.

Deignan Management, Inc

By

*Michael Deignan*

Michael Deignan, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01, JAN 28 PM 12: 16

FILED

Sworn to and subscribed before me this 26<sup>th</sup> day of January, 2004, by Michael Deignan.

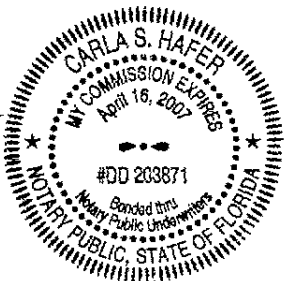
*Carla S. Hafer*

Notary Public -- State of Florida

Personally Known

OR

Produced Identification



(Seal)