

# L9700000 1054

TRANSMITTAL LETTER  
FOR FLORIDA LIMITED LIABILITY COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 18 PM 3:48

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: International Venture Management, L.C.  
(Proposed limited liability company name - must include suffix)

300002297403--1  
-09/18/97--01104--001  
\*\*\*\*285.00 \*\*\*\*285.00

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit  
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50.  
**Please send one check for the total amount made payable to the Florida Department of State.**

FROM: Tom Handley  
Name (Printed or typed)

1572 Farrington Circle  
Address

Heathrow, FL 32746  
City, State & Zip

407-333-2572  
Daytime Telephone number

Name Availability	KWM
Document Examiner	KWM
Updater	KWM
Updater Verifier	KWM
Acknowledgement	KWM
W. P. Verifier	KWM

**ARTICLES OF ORGANIZATION  
OF  
INTERNATIONAL VENTURE MANAGEMENT, L.C.**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company shall be International Venture Management, L.C. (the "Company").

**ARTICLE II - ADDRESS OF COMPANY**

The mailing address and street address of the principal office of the Company shall be 1572 Farrindon Circle, Heathrow, Florida 32746.

**ARTICLE III - DURATION OF EXISTENCE**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2047, unless the Company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV - MANAGEMENT**

The Company shall be managed by a manager in accordance with the 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 name of the initial manager of the Company is Lynda Fratis whose address is 1572 Farrindon Circle, Heathrow, Florida 32746.

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in the attached Affidavit of Membership and Contribution.

**ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

**ARTICLE VII - ADMISSION OF NEW MEMBERS**

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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 the other members of the Company other than the member proposing to dispose of his or her interest approve of the transfer by unanimous written consent.


**ARTICLE VIII - TERMINATION OF EXISTENCE**

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 the consent of all the remaining members, provided there are at least two remaining members.

**ARTICLE IX - REGISTERED AGENT**

The name of the registered agent of the Company in the State of Florida is Thomas P. Handley whose address is 1572 Farrindon Circle, Heathrow, Florida 32746.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Altamonte Springs, FL, Florida on this 17th day of September, 1997.

  
\_\_\_\_\_  
Thomas P. Handley

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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STATE OF FLORIDA  
COUNTY OF Seminole

International Venture Management, L.C.

Sworn to (or affirmed) and subscribed before me this 17<sup>th</sup> day of September,  
1997, by Thomas P. Handly

Levi McGee  
Notary Public - State of Florida



Print, Type of Stamp Commissioner Name

Personally Known \_\_\_ OR Produced Identification

Type of Identification Produced Colorado DV# V86766

(SEAL)

exp 5/31/98

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DIVISION OF CORPORATIONS

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

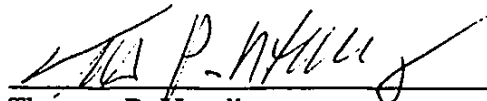
97 SEP 18 PM 3:48

The undersigned member or authorized representative of a member of International Venture Management, L.C., deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$10,000.
3. If any, the agreed value of property other than cash contributed by the members is \$0.00. A description of the property is attached and made part of hereto.
4. The total amount of cash or property anticipated to be contributed by members is \$500,000. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

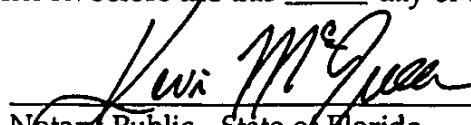
Dated: September 17, 1997

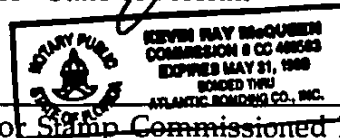
  
\_\_\_\_\_  
Thomas P. Handley

STATE OF FLORIDA  
COUNTY OF Seminole

\_\_\_\_\_  
International Venture Management, L.C.

Sworn to (or affirmed) and subscribed before me this 17<sup>th</sup> day of September, 1997, by Thomas P. Handley

  
\_\_\_\_\_  
Notary Public - State of Florida



\_\_\_\_\_  
Print, Type or Stamp Commissioned Name

Personally Known  OR Produced Identification

Type of Identification Produced Colorado DL# V86766

(SEAL)

CSF  
5/10/98

**ACCEPTANCE OF REGISTERED AGENT**

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS**

**97 SEP 18 PM 3:49**

The undersigned, being the person named in the articles of organization of International Venture Management, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and 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 or her duties, and is familiar with and accept the obligations of the position of registered agent.

A handwritten signature in black ink, appearing to read "Thomas P. Handley", is written over a solid horizontal line.

Thomas P. Handley

Registered Agent for

International Venture Management, L.C.