

L00000004822

April 12, 2000

Mark R. Mohler  
13609 Emeraldview Drive  
Orlando, FL 32828

**Registration Section**  
**Division of Corporations**  
Post Office Box 6327  
Tallahassee, FL 32314

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-04/21/00--01086--009  
\*\*\*\*125.00 \*\*\*\*125.00

**EFFECTIVE DATE**  
4/17/00

Dear Sir or Madam:

Enclosed are the Articles of Organization for At Large Travel, L.L.C. Also included within these articles is a certificate of Registered Agent. Please note that the effective date of the Company is April 17, 2000. A money order for \$125.00 is also included for the applicable filing fees. Please call me at (407) 658-7570 with any questions or comments. Thank you in advance for your assistance.

Sincerely yours,

  
Mark R. Mohler

FILED  
00 APR 21 PM 2:00  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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

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**ARTICLES OF ORGANIZATION**  
**OF**  
**AT LARGE TRAVEL, L.L.C.**  
**a Florida limited liability company**

EFFECTIVE DATE  
4/17/00

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

**ARTICLE ONE - NAME**

The name of the limited liability company shall be AT LARGE TRAVEL, L.L.C. (the "Company").

**ARTICLE TWO - COMMENCEMENT OF EXISTENCE**

This Company shall commence existence on April 17, 2000 and shall continue until December 31, 2068, unless terminated earlier in accordance with the Regulations of the Company. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the remaining Members may continue the business of the Company upon written consent of the remaining members.

**ARTICLE THREE - PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office, mailing address, and street address of the Company shall be located at 13609 Emeraldview Drive, Orlando, Florida 32828.

**ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Company shall be located at 13609 Emeraldview Drive, Orlando, Florida 32828 and the initial registered agent of the Company at that address shall be MARK R. MOHLER. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Organization.

This document was prepared by:  
MARK R. MOHLER, Esq.  
Florida Bar No. 0009202  
13609 Emeraldview Drive  
Orlando, Florida 32828  
Telephone (407) 658-2360

FILED  
APR 21 PM 2:00  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

ARTICLE FIVE - PURPOSES AND GENERAL POWERS

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE SIX - ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit additional Members only upon the unanimous approval of then existing Members.

ARTICLE SEVEN - MANAGERS

The business and affairs of the Company shall be managed by a Manager elected by the Members as provided in the Operating Agreement of the Company. The Manager may be, but is not required to be, a Member of the Company. The Manager shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company. The name and business address of the initial Manager of the Company until the first annual meeting of the Members, or until his successor is elected and qualified, is:

<u>Manager</u>	<u>Street Address</u>
Mark R. Mohler	13609 Emeraldview Drive Orlando, Florida 32828

ARTICLE EIGHT - NON-LIABILITY AND INDEMNIFICATION

8.1 Non-Liability. A Manager of this Company shall not be personally liable to the Company or its Members for monetary damages for breach of fiduciary duty as a Manager, except for liability (a) for a breach of the Manager's duty of loyalty to the Company or its Members, (b) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (c) for a transaction from which the Manager derived an improper personal benefit, or (d) under Section 608.4363(7), Florida Statutes (or any similar provision of any subsequent law enacted in Florida).

8.2. Indemnification. Each individual or entity who is or was a Manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal,

administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The Company may, by action of the Manager, provide indemnification to such of the officers, employees and agents of the Company to such extent and to such effect as the manager shall determine to be appropriate and authorized by applicable law. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Manager of officer existing at the time of such repeal or amendment.

#### ARTICLE EIGHT - AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all Members of the Company.

#### ARTICLE NINE - ADOPTION OF OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608 of the Florida Statutes.

#### ARTICLE TEN - HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 11<sup>th</sup> day of April, 2000.

  
MARK R. MOHLER, Member

*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 as provided for in Chapter 608, F.S.*

  
MARK R. MOHLER, Registered Agent

FILED  
00 APR 21 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA