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Corporation(s) Name

LMC Toolco, LLC

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<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> LLC		
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Ch. RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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MAY 1 - 2000

Thank You!

**ARTICLES OF ORGANIZATION  
OF  
LMC TOOLCO, LLC**

**ARTICLE I - NAME**

The name of the limited liability company is "LMC Toolco, LLC"

**ARTICLE II - DURATION**

The limited liability company shall exist from the date of the filing of the Articles of Organization with the Department of State until the limited liability company is dissolved in accordance with its Operating Agreement.

**ARTICLE III - PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the limited liability company is:

LMC Toolco, LLC  
8049 Monetary Drive, Suite D-1  
Riviera Beach, Florida 33404

**ARTICLE IV - REGISTERED AGENT**

The name and address of the initial registered agent of the limited liability company is:

David E. Bowers, Esq.  
Rogers, Bowers, Dempsey and Paladino  
505 South Flagler Drive, Suite 1330  
West Palm Beach, Florida 33401

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#### **ARTICLE V - ADDITIONAL MEMBERS**

Additional members may be admitted to the limited liability company upon the unanimous agreement of all members of the limited liability company.

#### **ARTICLE VI - CONTINUATION OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of an event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall terminate and the limited liability company shall be dissolved, unless a majority of the remaining members of the limited liability company agree to continue the business of the limited liability company.

#### **ARTICLE VII - MANAGEMENT**

The limited liability company is to be managed by its member. The name and address of the managing member of the limited liability company:

Leighton McGinn Company  
8049 Monetary Drive, Suite D-1  
Riviera Beach, Florida 33404

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#### **ARTICLE VIII - AUTHORIZED REPRESENTATIVE**

The representative authorized to sign these Articles on behalf of the member is:

David E. Bowers, Esq.  
Rogers, Bowers, Dempsey and Paladino  
505 South Flagler Drive, Suite 1330  
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed these Articles of Organization this 28<sup>th</sup> day of April, 2000.

David E. Bowers  
DAVID E. BOWERS, Authorized Representative

STATE OF FLORIDA     )  
                                  )  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of April 2000, by David E. E. Bowers, who is known personally to me.



Christine G. Ruffini  
Notary Public State of Florida

My Commission Expires:

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**TALLAHASSEE FLORIDA**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, LMC Toolco, LLC, desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the City of Riviera Beach, County of Palm Beach, State of Florida, has named as its agent to accept service of process within this state:

David E. Bowers, Esq.  
Rogers, Bowers, Dempsey and Paladino  
505 South Flagler Drive, Suite 1330  
West Palm Beach, Florida 33401

**ACKNOWLEDGMENT:**

Having been named as the registered agent for the above limited liability company at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: April 28, 2000



DAVID E. BOWERS

ABR/Leighton - LLC Articles

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