# aa Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

: (305)541-3694

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## LIMITED LIABILITY COMPANY

SKALSKI & CLARK, CERTIFIED PUBLIC ACCOUNTANTS, PR

| Certificate of Status | 0        |
|-----------------------|----------|
| Certified Copy        | 1        |
| Page Count            | 08       |
| Estimated Charge      | \$155.00 |

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# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 2, 2000

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SKALSKI & CLARK, CERTIFIED PUBLIC ACCOUNTANTS, PROFESSIONAL

LIMITED COMPANY REF: W00000011394

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#### ARTICLES OF ORGANIZATION

#### OF

#### SKALSKI & CLARK, CERTIFIED PUBLIC ACCOUNTANTS, PROFESSIONAL LIMITED COMPANY

The undersigned, for the purpose of forming a limited liability company under the Florida Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, hereby make, acknowledge, and file the following Articles of Organization.

#### ARTICLE I - NAME

The name of the limited liability company shall be:

Skalski & Clark, Certified Public Accountants, Professional Limited Company

#### ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be:

14010 Roosevelt Blvd., Ste. 708 Clearwater, FL 33762

#### **ARTICLE III - DURATION**

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 be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

Prepared by:
Joseph C. Skalski
14010 Roosevelt Boulevard, Suite 708
Clearwater, FL 33762
(727) 536-5001
Florida Bar No. 0802085

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## ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is:

> Joseph C. Skalski 14010 Roosevett Blvd., Ste. 708 Clearwater, FL 33762

#### ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

## ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

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

#### ARTICLE VII - NATURE OF BUSINESS

The general character of the business to be transacted by this professional limited company shall be as follows:

- (A) To engage in the business of carrying on the general practice of public accountancy as a professional limited company;
- (B) In general, to have and exercise all powers conferred by the laws of the State of Florida upon professional limited companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

## ARTICLE VIII - 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 upon 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 proposed transfer by unanimous written consent. All members must be other professional limited companies, professional corporations, or individuals who themselves are duly licensed or otherwise legally authorized to render the same

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professional services as this professional limited company.

## ARTICLE IX - MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon 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 unanimous vote of all the remaining members.

#### ARTICLE X - MANAGEMENT

The Company shall be managed by a manager 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 name and address of the initial manager of the company is:

Kimberly A. Clark 14010 Roosevelt Blvd., Ste. 708 Clearwater, FL 33762

IN WITNESS WHEREOF, the undersigned members have made and subscribed these Articles of Organization at Clearwater, Florida on this 2000 day of Apr. 1 \_\_\_\_\_\_\_, 2000.

Kimberly A. Clark, Member

Cast Chille

Joseph C. Skalski, Member

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STATE OF FLORIDA

#### **COUNTY OF PINELLAS**

Before me personally appeared Kimberly A. Clark and Joseph C. Skalski, to me well known to be the members of the above limited liability company and who subscribed the above Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 2874

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day of april 2000.

NOTARY PUBLIC, State of Florida My Commission Expires:

Personally Known \_\_\_\_\_OR
OR
Produced Identification \_\_\_\_

FREIDA V. WHEELER
NOTARY PUBLIC - STATE OF FLORIDA
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BONDED 11/RU AM 1-406-NOTARY

Type of Identification Produced .....

(Seal)

00 MAY -2 AM ID: 57

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, Skaleki & Clark, Certified Public Accountants, Professional Limited Company submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is Skaiski & Clark, Certified Public Accountants, Professional Limited Company.
  - The name and street address of the registered agent in Florida are:

Joseph C. Skalski 14010 Roosevelt Blvd., Ste. 708 Clearwater, FL 33762

## ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Skalski & Clark, Certified Public Accountants, Professional Limited Company, 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, and agrees to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and is familiar with and accept the obligations of the position as registered agent.

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