

# L00000005197

TRANSMITTAL LETTER  
FOR FLORIDA LIMITED LIABILITY COMPANY

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

**SUBJECT: PHEONIX FINANCIAL, L.C.**

Enclosed is an original and one (1) copy.

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

\$250 Filing fee for Articles of Organization and Affidavit

FROM: Bernie Markowitz  
7904 Heather Court  
Tampa, Florida 33634  
(813) 936-0770

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
PHEONIX FINANCIAL, L.C.**

I, the undersigned, do hereby certify that I have associated myself for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of said limited liability company.

**ARTICLE I**

**NAME**

The name of this limited liability company shall be **PHEONIX FINANCIAL, L.C.**, and the principal place of business and mailing address of this limited liability company shall be 605 West Busch Blvd, Suite 208, Tampa, Florida, 33618.

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**ARTICLE II**

**PURPOSES AND POWERS**

The general nature of the business or businesses to be transacted in which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things hereinbefore set forth to the same extent as a natural person might or could do.

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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, associations, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to provisions of this certificate; and to hold, utilize, or in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign or of any domestic or foreign state, government or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, rescind any of such contracts.

5. To exercise all of any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by the law, while acting as agent, nominee, or attorney-in-fact for any persons or corporation, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement to develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or

pertaining to, or going out of, or connected with its businesses or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses continued in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any powers, or do any act which a limited liability company may or may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

### **ARTICLE III**

#### **LIMITED LIABILITY COMPANY POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV**

#### **DURATION**

This limited liability company shall have a perpetual existence.

## **ARTICLE V**

### **PRINCIPAL PLACE OF BUSINESS**

The principal office of this limited liability company shall be located in the City of Tampa, County of Hillsborough, State of Florida, and the post office address of said principal office of the corporation shall be 2805 West Busch Blvd, Suite 208, Tampa, Florida, 33618.

## **ARTICLE VI**

### **MEMBERS**

Management of this limited liability company is reserved to its members:

Bernie Markowitz	7904 Heather Court, Tampa, Florida, 33634
Richard Husarek	2805 West Busch Blvd, Tampa, Florida, 33618

## **ARTICLE VII**

### **INITIAL REGISTERED OFFICE**

The street address of the initial registered offices is 2805 West Busch Blvd, Tampa, Florida, 33618, and the name of the initial registered agent of that office is Bernie Markowitz.

## **ARTICLE VIII**

### **ADMISSION OF NEW MEMBERS**

Members shall have the right to admit new members by unanimous consent. Contributions required of the new members shall be determined as of the time of admissions to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of members.

Upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a members, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

### ARTICLE IX MANAGEMENT

The limited liability company is to be managed by the members and the names and addresses of the managing members are as listed in ARTICLE VI.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribe these articles of organization at Tampa, Hillsborough County, Florida on this 27 day of April, 2000.

Bonnie Mendenhall

Name of Organizer

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00 MAY -1 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Tampa, Hillsborough county, Florida on this 27 day of April, 2000.

2000

Michelle Lee Winarsky

NOTARY PUBLIC - STATE OF FLORIDA  
MICHELLE LEE WINARSKY  
COMMISSION # C0720009  
EXPIRES 3/30/2002  
BONDED THRU ASA 1-068-NOTARY1

**CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is PHEONIX FINANCIAL, L.C.
2. The name and address of the registered agent and office are:

Bernie Markowitz  
2805 West Busch Blvd, Ste 208  
Tampa, Florida 33614

Signature

*Bernie Markowitz*

Title

*President*

Date

*4/27/00*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ACKNOWLEDGEMENT:**

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.

Executed this 27 day of April, 2000.

By:

*Bernie Markowitz*

Bernie Markowitz  
Registered Agent