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EXAMINER



KEASLER HUEBER LAW GROUP  
INTEGRAL COUNSEL

December 7, 2012

Department of State  
Division of Corporation  
Recording and Filing Department  
2661 Executive Center Circle  
Tallahassee, FL 32301

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Re: **Capital Legal Services International, LLC**  
**Document Number: L00000014432**

Dear Madam/Sir:

Enclosed for filing in regards to the above referenced Limited Liability Company is the Company's Amended and Restated Articles of Organization. Our firm's check in the amount of \$25.00 is enclosed for such filing.

Additionally enclosed is an original Written Resolution for Capital Legal Services International, LLC which is executed and notarized, along with a Power of Attorney which is likewise executed and notarized. It is requested that these two documents along with the filed Amended and Restated Articles of Organization be forwarded to the Apostille Certification department. Our firm's check in the amount of \$30.00 is enclosed for payment of the Apostille Fees. **The documents will be used in Russia.**

Please return the Apostilled documents to our firm in the enclosed postage paid, self-addressed return envelope. Should you have any questions with regard to the above request, please feel free to contact me.

Sincerely,

Frank R. Keasler, Jr.  
Keasler Hueber Law Group

**Enclosures:** Amended and Restated Articles of Organization; Written Resolution; Power of Attorney; KLG Check #'s 2501 and 2503, and Return Envelope

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
CAPITAL LEGAL SERVICES INTERNATIONAL, LLC**

**Article I**

**Name**

The name of the limited liability company is **Capital Legal Services International, LLC** (the "Company").

**Article II**

**Duration**

The Company shall have perpetual existence or until dissolved in a manner provided by law, or as provided in the operating agreement of the Company as adopted by the Member(s), from the date of filing of these Amended and Restated Articles of Organization with the Secretary of State of the State of Florida.

**Article III**

**Purpose for Organization**

The Company shall enjoy unlimited power to engage in and do any lawful act concerning any or all lawful business for which limited liability companies may be organized according to the laws of the State of Florida, excluding banking and insurance, including all powers and purposes now and hereafter enabled and allowed under § 608.404, Florida Statutes, or otherwise permitted by law for a limited liability company.

**Article IV**

**Company Address**

The mailing address and street address of the principal office of the Company is 4215 Southpoint Boulevard, Suite 140, Jacksonville, Florida 32216, USA.

**Article V**

**Registered Agent, Registered Office and Registered Agent's Signature**

The name and street address of the initial registered agent of the Company is Keasler Hueber Law Group, LLC, 4215 Southpoint Boulevard, Suite 140, Jacksonville, Florida 32216.

Having been named as registered agent and to accept service of process for the Company at the place designated in this certificate, The Keasler Hueber Law Group hereby accepts the appointment as registered agent and agrees to act in this capacity. The Keasler Hueber Law Group further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligation of its position as registered agent as provided for in Chapter 608, F.S.



Keasler Hueber Law Group, LLC

By: Frank R. Keasler, Jr.

Its: Senior Partner

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Article VI  
Capital

The capital interest, total amount of cash and description and agreed value of property other than cash contributed respectively by each Member is as follows:

	<u>Capital Interest</u>	<u>Amount</u>
CLS Business Trust	1000 Units	\$1,000.00

Additional contributions shall be made at such times and in such amounts as determined by the Company's Member(s) as provided by law and/or in the Operating Agreement of the Company.

Article VII  
Additional Members

Additional Members may be admitted at such times and on such terms and conditions as the Voting Members may agree and as provided by law or in the Operating Agreement of the Company.

Article VIII  
Company Continuance

The Voting Member(s) of the Company may continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in the Company, but only with the vote of the surviving voting Member(s) or the personal representative(s) thereof and as provided in the Operating Agreement of the Company.

Article IX  
Company Management

The Company is a manager-managed company. The Manager of the Company is the CLS Business Trust, by and through its acting Trustee(s).

Article X  
Other Provisions

Other provisions for the regulation of the internal affairs of the Company are as follows:

10.1 The Company shall indemnify a party joined in a proceeding because of being a Manager, Member, officer, organizer, employee or agent of the Company, and against liability asserted in the proceeding, if:

- I. All conduct was in good faith;
- II. The conduct was not opposed to the Company's best interest; and
- III. In any criminal proceeding said individual is acquitted.

10.2 Indemnification shall also be provided for any individual's conduct with respect to any employee benefit plan if the Manager(s) reasonably determine(s) such conduct was in the long term interests of the participants in and beneficiaries of such plan.

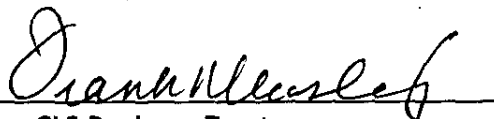
10.3 The Company may pay for or reimburse the reasonable expenses incurred by a Manager, Member, officer, organizer, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding if:

- I. The individual furnishes the Company a written affirmation that the standard of conduct described herein was met; and
- II. The individual furnishes the Company a signed written instrument executed personally to repay the advance if it is ultimately determined such conduct did not meet the required standard of conduct.

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10.4 The indemnification and advance of expenses authorized herein shall not be exclusive to any other rights to which any Manager, Member, officer, organizer, employee or agent may be entitled under any regulation, agreement, and vote of disinterested Members or otherwise. These Amended and Restated Articles of Organization shall not be interpreted to limit all indemnification or rights to advancement for expenses of an individual who may otherwise be entitled thereto. These Amended and Restated Articles of Organization shall be interpreted as allowing indemnification and advancement of expenses to the extent permitted by law.

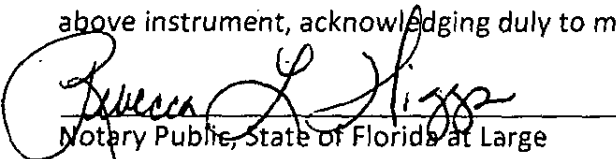
IN WITNESS WHEREOF, these Amended and Restated Articles of Organization of Capital Legal Services International, LLC, have been executed by the undersigned on this 6th day of December, 2012.


  
By: CLS Business Trust  
Its: Sole Member and Manager  
Through: Frank R. Keasler, Jr.  
Its: Trustee  
Dated: December 6th, 2012

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DUVAL

On this 6th day of December, 2012, before me personally appeared Frank R. Keasler, Jr. as Trustee of the CLS Business Trust, the sole Member and Manager of the aforementioned Limited Liability Company, originated and existing under the laws of the State of Florida, who is known to be the person who signed the above instrument, acknowledging duly to me that this is signed and executed as a free act and deed.

  
Notary Public, State of Florida at Large  
Notary's Typed or Printed Name:  
My Commission Expires:

 REBECCA L. HIGGS  
MY COMMISSION # 68 965762  
EXPIRES: August 17, 2013  
Bonded Thru Budget Notary Services

☒ Known Personally  
☐ Produced \_\_\_\_\_ as identification