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July 5, 2001

7/11  
Department Of State  
Division Of Corporation  
The Capitol  
Tallahassee, Florida 32304

MJH  
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-07/11/01--01078--004  
\*\*\*\*125.00 \*\*\*\*125.00

re: Limited Liability Company Articles Of Organization

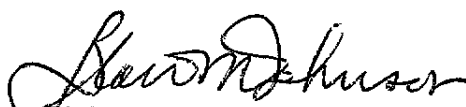
Dear Reader:

Enclosed for filing is the original Articles Of Organization Of ShenRobics Foundation, LLC. Also enclosed is my check in the amount of **\$125.00** representing payment for the filing fee.

Please file the enclosed Articles Of Organization and return a stamped copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,

  
Blair M. Johnson, Esquire

kad

Enclosures

c:\corporate\letter to sec. of state to file llc documents

FILED  
01 JUL 11 PM 4:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION

### FOR

### ShenRobics Foundation,, LLC

FILED  
01 JUL 11 PM 4:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned organizer(s) of a limited liability company under the State of Florida Limited Liability Company Act adopt(s) the following Articles Of Organization:

1. **Name.** The name of the limited liability company is ***ShenRobics Foundation, LLC*** Limited Liability Company.
2. **Duration.** The limited liability company shall have perpetual existence.
3. **Purpose.** The purpose for which this limited liability company is organized is to perform any lawful purpose except that of banking and insurance.
4. **Principal Place of Business.** The street address of its principal place of business and offices where notices can be sent in this state is ***625 East Bay Street, Winter Garden, Florida 34787.***
5. **Registered Agent And Office.** The name of the limited liability company's registered agent, whose Consent To Appointment As Registered Agent is included with this Articles, is ***Gary Marcum*** and the address of the registered office within this state is ***625 East Bay Street, Winter Garden, Florida 34787.***
6. **Admission of Additional Members.** Additional members may be admitted to this limited liability company only upon such terms as are unanimously agreed to by all members in the Operating Agreement.
7. **Continuation.** The remaining members of the limited liability company by unanimous vote may exercise the right to 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 this limited liability company. Members cannot enter a business continuation agreement.
8. **Management.** The business of the limited liability company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their company in all matters.

Members cannot enter into a business dissolution consent agreement. The name and address of the members of the limited liability company are:


**Stephen D. Rogers**  
**625 East Bay Street**  
**Winter Garden, Florida 34787**

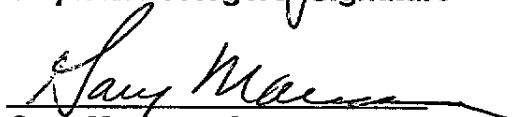
**Gary Marcum**  
**625 East Bay Street**  
**Winter Garden, Florida 34787**

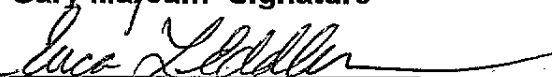
**Erica Eddleman**  
**625 East Bay Street**  
**Winter Garden, Florida 34787**

9. **Right Of First Refusal.** Upon the death or withdrawal of any member **Stephen D. Rogers** shall have the right of first refusal to purchase the shares of the deceased or withdrawing member on the same terms as any third party contract. **Stephen D. Rogers** shall have ten (10) day after the Contract is submitted to him to accept the terms of the Contract to sell the deceased or withdrawing members interest. If **Stephen D. Rogers** does not accept the terms or does not perform according to the terms then the member may sell his or her shares to any third party on the terms set forth in the contract. If the Contract submitted to **Stephen D. Rogers** does not close then any new Contracts must be submitted to **Stephen D. Rogers** as set forth herein before the members interest may be sold to a third party.

IN WITNESS WHEREOF, these articles have been subscribed this 22 day of June, 2001 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.

  
Stephen D. Rogers- Signature

  
Gary Marcum- Signature

  
Erica Eddleman- Signature

## CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, **Gary Marcum** accept appointment as registered agent, and state that I am familiar with the duties of a registered agent.

  
\_\_\_\_\_  
**Gary Marcum, Registered Agent**