# SPIRA, BOYD, BEADLE, McGARRELL & MARKS, L.L.C.

Attorneys & Counselors at Law

Jack B. Spira Joel E. Boyd James P. Beadle Thomas P. McGarrell Douglas D. Marks Melbourne/Palm Bay Office: 5205 Babcock Street, NE

Palm Bay, Florida 32905 Telephone: (321) 725-5000 Facsimile: (321) 724-6008

Please Reply To:

Suntree/Viera Office:

6767 N. Wickham Road, Suite 306 Melbourne, Florida 32940 Telephone: (321) 751-6030

Facsimile: (321) 751-6035

Department of State Division of Corporations Corporate Filings P. O. Box 6327 Tallahassee, FL 32314 800004657568---6 -10/29/01--01075--011 \*\*\*\*155.00 \*\*\*\*155.00

Re:

Articles of Organization of The Venturex Group, L.L.C.

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Organization of The Venturex Group, L.L.C., together with a check for \$155.00 to cover the \$100.00 filing fee, \$25.00 fee for designation of registered agent and \$30.00 certified copy fee.

Once the Articles of Organization have been filed, please forward the certified copy of same to me to the address above indicated.

Very truly yours,

JOEL E. BOYD

JEB/Ic Enclosures

cc: Mr. James G. Burke

2001 OCT 29 AN IO: 32

JULION OF SCREEN HARTIONS

ZALLAMA SEEF FROM A TONK

4L

#### **ARTICLES OF ORGANIZATION**

### $\mathbf{OF}$

### THE VENTUREX GROUP, L.L.C.

The undersigned, acting as the organizer of this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

# **ARTICLE I - NAME**

The name of the limited liability company shall be THE VENTUREX GROUP, L.L.C. (the "Company").

# ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is: 3990 Turkey Point Drive, Melbourne, Florida 32934.

# ARTICLE III - DURATION

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue perpetually, unless sooner dissolved pursuant to the Articles of Organization or Regulations of the Company, or by operation of law.

#### ARTICLE IV - MANAGEMENT

The Company is to be managed by certain designated Member(s). The name and address of the initial designated managing Member is as follows:

James G. Burke 3990 Turkey Point Drive Melbourne, Florida 32934

#### **ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, all of the Members.

#### ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of all of the remaining Members (other than the terminated Member and such member's successors-in-interest).

#### ARTICLE VII - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida shall be 3990 Turkey Point Drive, Melbourne, FL 32934. The name of the registered agent of the Company at that address is JAMES G. BURKE.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization this 24th day of October, 2001.

\_\_\_

JAMÆS G. BURKE

STATE OF FLORIDA COUNTY OF BREVARD

Sworn to and subscribed before me this 24<sup>th</sup> day of October, 2001, by JAMES G. BURKE, as the Member of THE VENTUREX GROUP, L.L.C., a Florida limited liability company. Said person (check one) is personally known to me,  $\square$  produced a driver's license

(issued by a state of the United States produced other identification, to wit:	within the last five (5) years) as identification, or $\Box$	
produced other identification, to wit:		<b></b> •
	_ wyer BA	
NOTARY PUBLIC STATE OF FLORIDA JOEL E. BOYD OMMISSION # CC 861038 EXPIRES 09/25/03	Print Name:	
	Notary Public, State of Florida	
	Commission No.:	
	My Commission Expires:	

# STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

JAMES G. BURKE

Dated: October 24, 2001

FILED
2001 OCT 29 AM IO: 32
DIVISION OF SHRPORATIONS
FALLAHASSEE FLORING