

LO2000002002
BARRY B. ANSBACHER, F.A.

FLORIDA BAR EXAM CERTIFIED
REAL ESTATE ATTORNEY

State 2450 • • • • • River • • • • • Florida 22

January 22, 2002

Via UPS Next Day 1ZFF23891394218992

Secretary of State
Division of Corporations
P.O. Box 5588
409 East Gaines Street
Tallahassee, FL 32314

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RE: ORION Empire, LLC
Our File No. 244 \ 020112

LO2-2002

To Whom It May Concern:

Enclosed please find check number 2949 in the amount of \$125.00 for filing of the Articles of Organization and Designation of Registered Office and Registered Agent for ORION Empire, LLC.

Sincerely yours,



Barry B. Ansbacher

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DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION OF
ORION EMPIRE, LLC**

ARTICLE I – Name:

The name of this Limited Liability Company shall be ORION Empire, LLC, a Florida limited liability company.

ARTICLE II – Commencement and Duration:

ORION Empire, LLC shall exist for a period beginning upon filing of these Articles and ending on January 1, 2099.

ARTICLE III – Purpose:

ORION Empire, LLC is created to engage in real estate investment, and in any other lawful act, business or activity for which limited liability companies may be formed under the laws of the State of Florida and to do any and all other things which are necessary, desirable or incidental to the foregoing purpose.

ARTICLE IV – Street and Mailing Address:

The street address (business address) of ORION Empire, LLC shall be 1020 Meadowview Lane, St. Augustine, Florida 32092, and such other place or places as the members from time to time may determine.

The mailing address of ORION Empire, LLC shall be c/o Barry B. Ansbacher, P.A. 2450 Riverplace Tower, 1301 Riverplace Boulevard, Jacksonville, Florida 32207-9037.

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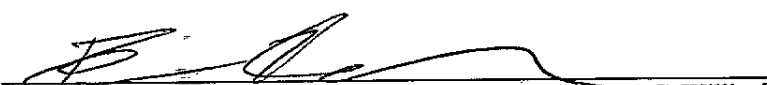
ARTICLE V – Registered Agent:

The initial registered agent of ORION Empire, LLC shall be Barry B. Ansbacher, P.A., a Florida professional association, 2450 Riverplace Tower, 1301 Riverplace Boulevard, Jacksonville, Florida 32207-9037.

ARTICLE VI – Management:

ORION Empire, LLC will be managed by a Managing Member who is Kerry C. Williams and whose address is 1020 Meadowview Lane, St. Augustine, Florida 32092.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization.


Barry B. Ansbacher as the authorized representative of Kerry C. Williams

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

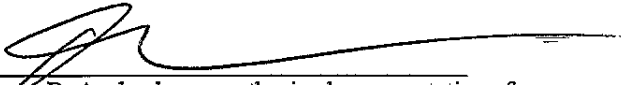
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**DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT
FOR
ORION EMPIRE, LLC**

Pursuant to the Florida Statutes, the undersigned limited liability company submits the following statement in order to designate its registered office and registered agent, in the State of Florida.


1. The name of the limited liability company is ORION Empire, LLC.
2. The mailing address of the limited liability company is c/o Barry B. Ansbacher, P.A., 2450 Riverplace Tower, 1301 Riverplace Boulevard, Jacksonville, Florida 32207-9037.
3. The name of the registered agent and the registered office address will be:

Barry B. Ansbacher, P.A.,
a Florida professional association
Suite 2450 Riverplace Tower
1301 Riverplace Boulevard
Jacksonville, Florida 32207-9047


Barry B. Ansbacher as authorized representative of
Kerry C. Williams

The undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, F. S.

Barry B. Ansbacher, P.A.
a Florida professional association

By: 
Barry B. Ansbacher, President

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