

**L020000003720**

**MICHAEL E. GREENE, P.A.**

LAW OFFICE

9900 West Sample Road, Suite 324  
Coral Springs, Florida 33065

Telephone: (954) 755-5785  
Telefax: (954) 755-9859

February 11, 2002

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-02/13/02--01050--004  
\*\*\*\*125.00 \*\*\*\*125.00

Secretary of State  
Bureau of Corporate Records  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Polaris Logistics LLC

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Organization of Polaris Logistics LLC. Also, enclosed is a check in the amount of \$125.00 for filing fees.

Please return a file-stamped copy of the Articles of Organization.

Thank you for your assistance in this matter.

Very truly yours,

MICHAEL E. GREENE, P.A.

*Michael E. Greene*

Michael E. Greene

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*OK*

**ARTICLES OF ORGANIZATION  
OF  
"POLARIS LOGISTICS LLC"  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned hereby form a limited liability company ("LLC") under the Florida Limited Liability Company Act and hereby adopt the following Articles of Organization of the LLC:

1. The name of the LLC is: "POLARIS LOGISTICS LLC" (hereinafter, "Company").
2. The mailing address and street address of the principal office of this Corporation in the State of Florida is: POLARIS LOGISTICS LLC, 9861 W. Sample Road, #183, Coral Springs, Florida 33065. The Board of Directors may from time to time move the principal office to another address in Florida.
3. The street address of the initial registered office of the Company is MICHAEL E. GREENE, P.A., 9900 West Sample Road, Suite 324, Coral Springs, Florida 33065, and the name of the registered agent of the Company at that address is MICHAEL E. GREENE.:
4. There are four members of the Company at the time the Company is formed.
5. The existence of the Company shall commence on the date of filing these Articles of Organization with the Florida Secretary of State, and the duration shall be perpetual.
6. Management of the limited liability company shall be vested in a manager or managers.
7. The name and address of each person who is a manager of the Company at the time of its formation is:  
James P. Garitty, 8450 N.W. 49th Drive, Coral Springs, Florida 33067  
James R. Spencer, 1590 N.E. 45th Street, Oakland Park, Florida 33334  
Philip S. Wilkins, 11100 NW 33rd Street, Coral Springs, Florida 33065

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TALLAHASSEE, FLORIDA

8. The name and address of each person who is a member of the Company at the time of its formation is:

James P. Garitty, 8450 N.W. 49th Drive, Coral Springs, Florida 33067

Jeffery A. Marhoffer, 10349 N.W. 6th Court, Coral Springs, Florida 33065

James R. Spencer, 1590 N.E. 45th Street, Oakland Park, Florida 33334

Philip S. Wilkins, 11100 NW 33rd Street, Coral Springs, Florida 33065


9. The Company shall have all powers that may be held by limited liability companies under the laws of the State of Florida as they may be amended from time to time.

10. The purpose for which the Company is organized is the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Florida as they may be amended from time to time.

11. No manager or advisory manager shall be personally liable to the Company or the members for monetary damages for any breach of fiduciary duty by such person as a manager, whether acting in his capacity as a member of a board of managers or a committee thereof, provided, however, that to the extent provided by applicable law this provision shall not eliminate or limit liability of such manager (i) for any breach of the manager's duty of loyalty to the Company or the members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for authorizing the unlawful payment of a dividend or other distribution on the Company's membership interests or the unlawful purchase of its membership interests, or (iv) for any transaction from which such manager derived an improper personal benefit. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any member or advisory member of the Company for or with respect to any acts or omissions of such member occurring prior to such amendment or repeal.

12. The members shall enter into an Operating Agreement which relates to the business of the Company, the conduct of its affairs, its rights or powers and the rights or powers of its members, managers, officers, employees or agents.

IN WITNESS WHEREOF, I the undersigned organizer have set my hand on the 11th day of February, 2002.

  
Philip S. Wilkins

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, Florida Statutes, the following is submitted in conjunction with articles of organization of **POLARIS LOGISTICS LLC**:

**POLARIS LOGISTICS LLC**, desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Organization at the office of **MICHAEL E. GREENE, P.A., 9900 West Sample Road, Suite 324, Coral Springs, FL 33065**, and **MICHAEL E. GREENE**, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named as registered agent for the above-stated limited liability company, I hereby agree to act as registered agent thereof, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. Furthermore, I am familiar with, and accept, the obligations of registered agent as provided for in chapter 608, Florida Statutes.



**MICHAEL E. GREENE,  
REGISTERED AGENT**

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**TALLAHASSEE, FLORIDA**