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A Florida Limited Liability Partnership  
FEIN 59-2851736

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Certified Family Law Mediator  
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JAMES L. COTTRELL  
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March 22, 2002

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\*\*\*125.00 \*\*\*125.00

Secretary of State  
P.O. Box 6327  
Tallahassee, Fl. 32314

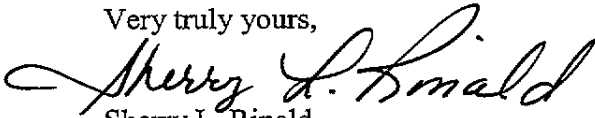
RE: Andy, L.L.C.  
Our File No: 24462

Dear Sir or Madame:

Please find enclosed for recording the Articles of Organization of ANDY, L.L.C. in connection with the above referenced file, as well as our trust check number 4110 in the amount of \$ 125.00 for your fees.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

  
Sherry L. Rinald

Sir  
Enclosures as stated

FILED  
2002 MAR 28 AM 11:20  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FF \$125.00

J. BRYAN MAR 29 2002

# **ARTICLES OF ORGANIZATION OF ANDY, L.L.C.**

**A Florida Limited Liability Company**

FILED  
2002 MAR 28 AM 11:20  
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TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority of the conduct of business of the limited liability company.

## **ARTICLE I**

### **NAME, PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The name of the limited liability company shall be ANDY, L.L.C., and its mailing address and principal office shall be located at 5100 S. Cleveland Avenue, #318387, in the City of Fort Myers, County of Lee, State of Florida but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

## **ARTICLE II**

### **PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while

acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and settlements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV MANAGEMENT**

The Limited Liability Company is reserved to its members whose name and address is as follows:

ANDREW MEYERSON TRUST DATED FEBRUARY 15, 2002, ANDREW MEYERSON, TRUSTEE, 5100 S. Cleveland Avenue, #318387, Fort Myers, FL 33907

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**ARTICLE V  
DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 385 North Jefferson Street, City of Monticello, County of Jefferson, State of Florida and the name of the company's initial registered agent at that address is G. DOUGLAS HARPER.

Certificate of Designation of Registered Agent/Registered Office is attached.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization on behalf of the Company this 7<sup>th</sup> day of March, 2002.



Member,  
Andrew Meyerson Trust Dated February 15, 2002,  
Andrew Meyerson, Trustee

In accordance with Florida Statute Section 608.403(3), the execution of this document constitutes affirmation under the penalties of perjury that the facts herein are true.

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TALLAHASSEE, FLORIDA

Florida Department of State, Katherine Harris, Secretary of State

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 606.415 OR 808.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Andy, LLC.
2. The name and the Florida street address of the registered agent are:

G. Douglas Harper, Esq.

Name

385 North Jefferson Street

Florida Street Address

Monticello, Florida 32344

City, State and Zip Code

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*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
G. DOUGLAS HARPER, ESQUIRE

Division of Corporations, P O Box 6327, Tallahassee, Florida 32314  
FILING FEE: \$25.00