

LO200000 8712

Knowles, Mark & Randolph
Requestor's Name

215 S. Monroe St, Ste 130
Address

TALL. FL. 32301
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Visual Quest USA, LLC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

RECEIVED
APR 11 PM 4:00
02 APR - b
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
Name	Other
Availability	

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
Document	Examiner
Updater	Annual Report DCC
Updater	Fictitious Name
Updater	Verify Name Reservation DCC
Updater	Acknowledgement DCC
Updater	P. Verifier DCC

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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****155.00 ****155.00

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 10, 2002

KNOWLES MARKS & RANDOLPH
215 S MONROE ST., STE 130
TALLAHASSEE, FL 32301

SUBJECT: VISUAL QUEST USA, L.L.C.
Ref. Number: W02000010021

We have received your document for VISUAL QUEST USA, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 702A00021171

ARTICLES OF ORGANIZATION
OF
VISUAL QUEST USA, L.L.C.

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 for the conduct of business of the limited liability company.

FILED
02 APR 11 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS

The name of the company shall be VISUAL QUEST USA, L.L.C. and its principal office shall be located at 1720 South Gadsden Street, in the City of Tallahassee, 32301, Leon County, Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address is the same.

ARTICLES 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 services under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other 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 incidental to the agency, representation, or service, and to 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 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 statements 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 authorized 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 for the limited liability company or as otherwise provided in the Company's operating agreement.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by not less than one (1) general manager nor more than three (3) general managers. The names and addresses of the persons who shall serve until a successor is/are elected and qualified is/are as follows:

Birad Yajnik
1-10-148, Begumpet
Hyderabad - 500 016
AP. India

Melvin Yoder
1720 South Gadsden Street
Tallahassee, Florida 32301

FILED
02 DEC 11 PM 4:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on consent of a majority of the remaining members in the manner specified in the Company's operating agreement.

ARTICLE VI

PROFITS AND LOSSES

The members shall be entitled to profits and losses arising from the operation of the limited liability company business. Each member shall be entitled to a proportionate distributive share of the profits and losses in accordance with the terms and conditions of the Company's operating agreement.

ARTICLE VII

DURATION

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

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1720 South Gadsden Street, Tallahassee, Florida, 32301, and the name of the company's initial registered agent at that address is Melvin Yoder.

The undersigned, being an original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of VISUAL QUEST USA, L.L.C.

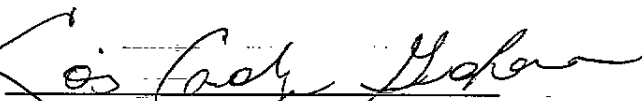

Executed by the undersigned at Tallahassee, Florida on this 8th day of April, 2002.


Melvin Yoder, Manager

STATE OF FLORIDA
COUNTY OF LEON

THE FOREGOING INSTRUMENT was acknowledged before me this 8th day April, 2002 by MELVIN YODER, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 8th day of April, 2002.


Signature
(SEAL) 
Lois Carolyn Graham
Print Notary Name

REGISTERED AGENT'S CERTIFICATE

State of Florida
County of Leon

Pursuant to the provisions of Section 608.507 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.


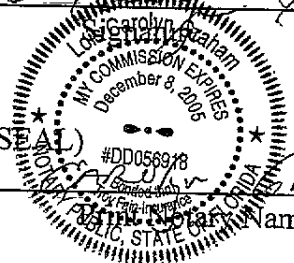
The name of the limited liability company is VISUAL QUEST USA, L.L.C.

The name of the registered agent for VISUAL QUEST USA, L.L.C., is MELVIN YODER and the street address of the company's principal office where the agent is located is 1720 South Gadsden Street, Tallahassee, FL 32301.

This statement is to acknowledge that, as indicated above, VISUAL QUEST, L.L.C. has appointed me, MELVIN YODER, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


MELVIN YODER

The foregoing instrument was acknowledged before me this 8th day of April, 2002, by MELVIN YODER, agent on behalf of VISUAL QUEST USA, L.L.C., a limited liability company. He is personally known to me or has produced _____ as identification.



Lois Land Graham
Notary Public, State of Florida