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DEPARTMENT OF STATE
FILING COVER SHEET

Date:

6/28/02

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Kim Pullen, CLA (x261)

Corporation Name:

RUSH/Mustang, LLC

Entity Number:

100006103021--8

Authorization:

Kim Pullen

-06/28/02--01017--020
****125.00 ****125.00

☐ Certified Copy ☒ Plain Copy ☐ Judgment Lien ☐ Certificate of Status

() Call When Ready

(✓) Call if Problem

(✓) Walk In

✓	NEW FILINGS/OTHER FILINGS	✓	AMENDMENTS/REGISTRATION/ QUALIFICATION
	PROFIT		AMENDMENT
	NONPROFIT		RESIGNATION OF R.A., OFFICER/DIRECTOR
☒	LIMITED LIABILITY		CHANGE OF REGISTERED AGENT
☒	DOMESTICATION		DISSOLUTION/WITHDRAWAL
☒	OTHER		MERGER
☒	ANNUAL REPORT		FOREIGN CORPORATION
☒	FICTITIOUS NAME		LIMITED PARTNERSHIP
☒	NAME RESERVATION		REINSTATEMENT
☒	TRADEMARK		TRADEMARK
☒	OTHER		OTHER

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TALLAHASSEE, FLORIDA

Client: 13069 Matter: 73721

TAL#501656.02

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4 pages

ARTICLES OF ORGANIZATION
OF
RUSH/Mustang, LLC
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned (the "Member") acting as the organizer of RUSH/Mustang, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

ARTICLE 1
NAME

The name of the limited liability company is RUSH/Mustang, LLC (the "Company").

ARTICLE 2
PURPOSE AND POWERS

A. Purposes. The Company is organized to pursue and complete a project known as the Construct Operations Support Building II (NASA Solicitation #10-02-0001). The Company will dissolve if its bid for such project is not accepted. If such bid is accepted, the Company will dissolve after the Company completes its obligations with regard to such project.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE 3
INITIAL REGISTERED AGENT AND REGISTERED OFFICE ADDRESS
AND PRINCIPAL PLACE OF BUSINESS

A. Initial Registered Agent and Office. The initial registered agent for the Company to receive service of process is Eduardo A. Rabel. The street address of the Company's initial registered agent is 6285 VectorSpace Blvd., Titusville, Florida 32780.

B. Mailing Address of Business. The mailing address of the Company is 1027 Kirk Place, San Antonio, Texas 78226-1321.

C. Principal Place of Business. The Company's principal place of business is 1027 Kirk Place, San Antonio, Texas 78226-1321.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Operating Agreement adopted by the Company.

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ARTICLE 4
MANAGERS

The business of the Company shall be managed by two Managers chosen in the manner prescribed by the Company's Operating Agreement. The Managers may be, but are not required to be, Members of the Company. A Manager shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company. The name and business address of the initial Managers of the Company until the first annual meeting of the Members, or until their successors are elected and qualified, are:

Jerardo Cavazos
1027 Kirk Place
San Antonio, TX 78226-1321 and,

Eduardo A. Rabel
6285 VectorSpace Blvd.

Titusville, Florida 32780.

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ARTICLE 5
NON-LIABILITY AND INDEMNIFICATION

A. Non-Liability. A Manager of this Company shall not be personally liable to the Company or its Members for monetary damages for breach of fiduciary duty as a Manager, except for liability (i) for a breach of the Manager's duty of loyalty to the Company or its Members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (iii) for a transaction from which the Manager derived an improper personal benefit, or (iv) under §608.4229, Fla. Stat., (or any similar provision of any subsequent law enacted in Florida).

B. Indemnification. Each individual or entity who is or was a Manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding

against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The Company may, by action of the Manager, provide indemnification to such of the officers, employees and agents of the Company to such extent and to such effect as the Manager shall determine to be appropriate and authorized by applicable law. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Manager or officer existing at the time of such repeal or amendment.

ARTICLE 6
ADOPTION OF OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization as of this 26th day of June, 2002.

Mustang General Contracting, Inc.

By Jerardo Cavazos
Jerardo Cavazos, its President

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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I, Eduardo A. Rabel, hereby accept my designation as registered agent of the Company and acknowledge that I am familiar with and accept the obligations of such position.

Eduardo A. Rabel
Eduardo A. Rabel