

# L 020000021065

LESLIE A. KARP  
2108 Kane Park Way  
Windermere, Florida 34786  
Phone (407) 876-9800

Date: July 29, 2002

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

SUBJECT: VERITY CONSULTING, LLC

500007171375--9  
-08/16/02--01063--002  
\*\*\*160.00 \*\*\*160.00

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Organization and a check payable to the "Florida Department of State" for (check one only):

- ☐ \$125.00 Filing Fee for Articles of Organization, Designation of Registered Agent and Letter Acknowledgement
- ☐ \$155.00 Filing Fee for Articles of Organization, Designation of Registered Agent and Letter of Filing Acknowledgement
- ☐ \$160.00 Filing Fee for Articles of Organization, Designation of Registered Agent and Letter of Filing Acknowledgement

Please send filing evidence to the address above. If you have any questions, I can be reached at the above number. Thank you.

Sincerely yours,

*Leslie A. Karp*

Leslie A. Karp

W02-22579

FILED  
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DIVISION OF CORPORATIONS  
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LL 8/16

FF \$125  
Certs 35



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

August 6, 2002

LESLIE A. KARP  
2108 KANE PARK WAY  
WINDERMERE, FL 34786

SUBJECT: VERITY CONSULTING, LLC  
Ref. Number: W02000022579

We have received your document for VERITY CONSULTING, LLC and check(s) totaling \$440.00. However, your check(s) and document are being returned for the following:

Please determine which of the three options you would like, as shown on your cover letter, and return a check in one of the three amounts shown. The maximum amount of your check should be \$160.

Please return 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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 202A00046834

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DIVISION OF CORPORATIONS  
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8/13/02

Thank you for bringing this to my attention.

Enclosed is the corrected transmittal letter and check.

Leslie Karp  
(407) 876-9800

## ARTICLES OF ORGANIZATION

OF

### VERITY CONSULTING, LLC

The undersigned acting as the organizer of VERITY CONSULTING, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

#### ARTICLE I - Name:

The name of the limited liability company is VERITY CONSULTING, LLC (the "Company").

#### ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 2108 Kane Park Way, Windermere, Florida 34786.

#### ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

#### ARTICLE IV - Management:

The Company is to be managed by its Members, unless and until one or more managers are appointed in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

#### ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

#### ARTICLE VI - 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.

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## **ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Leslie A. Karp, and the street address of the Company's initial registered office is 2108 Kane Park Way, Windermere, Florida 34786.

## **ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

## **ARTICLE IX - Indemnification:**

Each individual or entity who is or was a member or 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 member or manager of the Company ("Indemnitee"), 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 Indemnitee 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 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 the 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 member, manager or officer existing at the time of such repeal or amendment.

## **ARTICLE X - Continuation of Business:**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

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IN WITNESS WHEREOF, the undersigned Member representative has executed these Articles of Organization as of this 29<sup>th</sup> day of July, 2002.

Leslie A. Karp  
Leslie A. Karp, Member Representative

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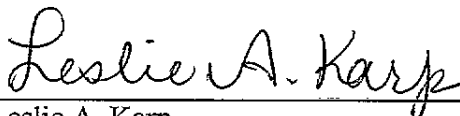
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **VERITY CONSULTING, LLC.**
2. The name and address of the registered agent and office is:

Leslie A. Karp  
2108 Kane Park Way  
Windermere, Florida 34786

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 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.

  
\_\_\_\_\_  
Leslie A. Karp

Dated this 29<sup>th</sup> day of July, 2002.

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