# PHOIP L. ADGAS R.A. 4 EAST PINISTERT RLAIDOI LOIDI 328 FAX (4.07) 849-1555

phillogas@aol.com

September 10, 2002

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Secretary of State Division of Corporations George Firestone Building 409 East Gaines Street Tallahassee, Florida 32399

Via Federal Express

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Re: Articles of Organization Metrofirst, LLC

Dear Sir/Madam:

L02-23828

Enclosed please find the following:

- 1. The original Articles Of Organization for Metrofirst, LLC.
- 2. A copy of the Articles Of Organization for Metrofirst, LLC.
- 3. My Philip L. Logas, P.A. check in the amount of \$125.00 for filing \$\frac{20}{50}\$ same payable to the Secretary of State.
- 4. A self addressed return stamped envelope so that you may return the stamped copy to me.

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

Sincerely yours,

PHILIP L. LOGAS

PLL/jdp Enclosures a lo lo

## ARTICLES OF ORGANIZATION OF METROFIRST, LLC

#### ARTICLE I

The name of this limited liability company (the "Company") is MetroFirst, LLC and its mailing address 4125 Town Center Boulevard, Orlando, Florida 32837, and the principal place of business of the company shall be located at 4125 Town Center Boulevard, Orlando, Florida 32837.

#### ARTICLE II

#### COMMENCEMENT OF COMPANY EXISTENCE

This Company shall commence existence on the date of signing these articles of organization and shall have perpetual existence unless sooner dissolved according to law.

#### ARTICLE III

#### **GENERAL PURPOSE: GENERAL POWERS**

The general purpose of this Company shall be the transaction of any and all lawful business. This company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law. With such limitations as may be set forth in the Operating Agreement of the Company from time to time.



#### ARTICLE IV

#### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be located at 4125 Town Center Boulevard, Orlando, Florida 32837, and the initial registered agent of this Company at that address shall be Charles C. Frey. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

#### **ARTICLE V**

#### **MANAGEMENT**

The Limited Liability Company is to be managed by the members and is, therefore, a member 35 managed company. The initial Managing Members are:

Charles C. Frey, whose address is 4125 Town Center Boulevard, Orlando, Florida 32837, and Vincent Desai, whose address is 9111 Phillips Grove Terrace, Orlando, Florida 32836.

#### **ARTICLE VI**

#### REGULATIONS

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

#### ARTICLE VII

#### **ADMISSION OF NEW MEMBERS**

Additional Members may be admitted from time to time on such terms and conditions as are set forth in the Operating Agreement of the Company.

#### ARTICLE VIII

### DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION, DISSOLUTION OF MEMBER

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any event which terminates the continued membership of a Member of the Company, the remaining Members may continue the business of the Company as provided in the Operating Agreement of the Company.

#### ARTICLE IX

#### **AMENDMENT**

The Company reserves the right to amend or repeal any provisions contained in these articles of organization or any amendment hereto, and any right conferred upon the Members is subject to this reservation.

#### ARTICLE X

#### **HEADINGS AND CAPTIONS**

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, this 10<sup>th</sup> day of September, 2002.

VINCENT DESAI, Authorized Member

## CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

MetroFirst, LLC, (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated Charles C. Frey, as its Registered Agent to accept service of process within the State of Florida with its registered office located at 4125 Town Center Boulevard, Orlando, Florida 32837.

#### ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 68.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.0912 and all other statutes, all as to the same may apply to the Company relating to the property and complete performance of my duties as Registered Agent.

Dated this 10<sup>th</sup> day of September, 2002.

CHARLES C. FREY

STATE OF FLORIDA COUNTY OF ORANGE

SWORN TO and subscribed before me this 10<sup>th</sup> day of September, 2002, by CHARLES C. FREY. He produced \_\_\_\_\_\_ as identification

and did take an oath.

Vickye Ladd Lowry
MY COMMISSION # CC781156 EXPIRES
October 6, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public, State of Florida My Commission Expires: (In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

#### STATE OF FLORIDA COUNTY OF ORANGE

SWORN TO and subscribed before me this 10<sup>th</sup> day, of September, 2002, by VINCENT DESAI. He produced F2. Drunch pulses as identification and did take an oath.

Notary Public, State of Florida My Commission Expires:

Vickye Ladd Lowry
MY COMMISSION # CC781156 EXPIRES
October 6, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS