

Sent By: DANIEL HICKS, PA;

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Florida Department of State

Division of Corporations

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Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : DANIEL HICKS, P.A.
Account Number : 075061003325
Phone : (352) 351-3353
Fax Number : (352) 351-8054

**LIMITED LIABILITY COMPANY
M & R EXPRESS BAGGING, LLC**

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DIVISION OF CORPORATION

Certificate of Status 0 Certified Copy 0

Page Count 05

Estimated Charge \$125.00

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**ARTICLES OF ORGANIZATION
OF
M & R EXPRESS BAGGING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be M & R EXPRESS BAGGING, LLC ("Company"). The principal office and mailing address of the Company in Florida shall be 3620 SE 49th Street, Ocala, Florida 34480.

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Daniel Hicks, Daniel Hicks, P.A., 421 South Pine Avenue, Ocala, Florida 34474-4175.

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ARTICLE V CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>	<u>%</u>	<u>Membership Units</u>
Michael A. Paglia		43%	
Russell Wade Smith		43%	
Authorized		14%	

ARTICLE VI ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company as such times and in such amounts as may be provided in the regulations adopted by the Members or, in lieu thereof, only upon the unanimous consent of all the Members.

ARTICLE VII ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional Members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and upon such terms and conditions as shall be determined by all the Members. A Member may transfer his or her interest in the Company as set forth in the regulations of the Company, but transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member unless all the other Members of the Company other than the Member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)

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The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or upon the occurrence of any other event that terminates the continued membership of a Member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining Members, provided there are at least two (2) remaining Members.

ARTICLE IX
MANAGEMENT BY MEMBERS

The Company shall be managed by the Members. Except as otherwise provided in the Operating Agreement, each Member shall have the right to act for and bind the Company in the ordinary course of its business.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Ocala, Florida, for the foregoing uses and purposes this 9th day of April, 2003.


Michael A. Paglia


Russell Wade Smith

STATE OF FLORIDA
COUNTY OF MARION

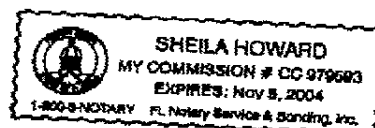
Before me, personally appeared, **MICHAEL A. PAGLIA**, to me well known and known to me to be the person described in and who executed the foregoing Articles of Organization and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me or has produced _____ as identification.

WITNESS my hand and official seal this 9th day of April, 2003


Notary Public, State of Florida

STATE OF FLORIDA

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COUNTY OF MARION

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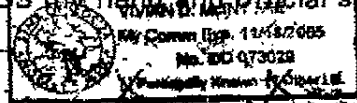
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Before me, personally appeared, **Russell Wade Smith**, to me well known and known to me to be the person described in and who executed the foregoing Articles of Organization and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me or has produced Driver's license as identification.

5330-739-71-926-0 FL.

WITNESS my hand and official seal this 10th day of April, 2003



Vernon J. McIntyre
Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

I, the undersigned person, having been named as registered agent and to accept services of process for the above-stated limited liability company at the place designated in this statement, 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 obligation of my position as registered agent.

Dated, this 10 day of April, 2003.

Daniel Hicks
Daniel Hicks

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TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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 and address of the limited liability company is M & R EXPRESS BAGGING, LLC, 3620 Se 49th Street, Ocala, Florida 34480.

2. The name and address of the registered agent and office is: Daniel Hicks, Daniel Hicks, P.A., 421 South Pine Avenue, Ocala, Florida 34474-4175.

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.



Daniel Hicks

April 10th, 2003

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