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# DAYID E. OLSON, P.A. ATTORNEYS AND COUNSELORS AT LAW 4762 U. S. HIGHWAY 19 NEW PORT RICHEY, FLORIDA 34652

DAVID E. OLSON

TELEPHONE/FAX: (727)849-1222 (727)938-2854

January 22, 2004

Secretary of State Division of Corporations Tallahassee, Florida 32304

Re: IMMO, L.L.C.

Dear Sir or Madame:

Enclosed please find original and one (1) copy of Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the following L.L.C. under the laws of the State of Florida:

IMMO, L.L.C.

It is requested that the duplicate copy be endorsed, certified and returned to our office. Corporate existence shall begin upon the signing of these.

Also please find enclosed our check in the amount of \$155.00, to cover the filing fee, certified copy fee and registered agent designation.

Very truly yours,

DAVID E. OLSOM P

DAVID E. OLSON, ESQ.

DEO:lg encl.

## ARTICLES OF ORGANIZATION OF IMMO, L.L.C.

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

#### **ARTICLE I - NAME**

The name of the limited liability company shall be IMMO, L.L.C.

#### **ARTICLE II - ADDRESS**

The mailing address and the street address of the principal office of the company is North Pointe Alexis Drive, Tarpon Springs, Florida 34689.

#### ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

GEERT BENOOT 2005 North Pointe Alexis Drive Tarpon Springs, Florida 34689

#### **ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property stated as follows:

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#### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on unanimous consent of all the members or as provided in the regulations.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on 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 the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless 51% of all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

#### ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the

company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

GEERT BENOOT, 2005 North Pointe Alexis Drive, Tarpon Springs, FI 34688.

CATHERINE BENOOT, 2005 North Pointe Alexis Drive, Tarpon Springs, FI 34688.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at New Port Richey, Florida, on this day of January, 2004.

CATHERINE BENOOT

SWORN TO AND SUBSCRIBED before me this 22 day of January, 2004.

My Commission Expires:

Personally known

or

Produced Identification

Type, of Identification:

Type, of Identification:

Type, of Identification:

Type, of Identification:

Lynn M. Gable Commission # CC 912415

Expires March 10, 2004

Bonded Thru

Atlantic Bonding Co., Inc.

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F. S. 608.414 or 608.507, IMMO, L.L.C., submits the following statement to designate a registered office and registered agent in the State of Florida:

- 1. The name of the limited liability company is IMMO, L.L.C.
- 2. The name and street address of the registered agent in Florida are:

GEERT BENOOT 2005 North Pointe Alexis Drive Tarpon Springs, Florida 34689

The undersigned, being the person named in the articles of organization of EMMO.

L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Registered Agent