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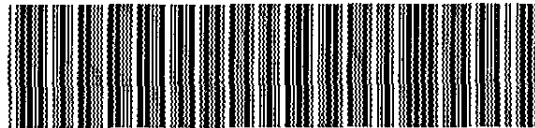
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DIVISION OF CORPORATIONS
04 MAR - 1 PM 3:23

TIM MURPHY, CHARTERED
8023 MALCOLM ROAD
CLINTON, MD 20735-1717
301-856-4100

December 12, 2003

TO: Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Quads Enterprises LLC

The enclosed Articles of Organization and fees are submitted for filing.

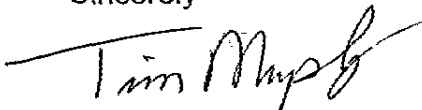
Please return all correspondence concerning this matter to the following:

Tim Murphy
Tim Murphy, Chartered
8023 Malcolm Road
Clinton, MD 20735-1717

For further information concerning this matter, please call:

Tim Murphy at (301) 856-4100

Sincerely



Tim Murphy, Esq.

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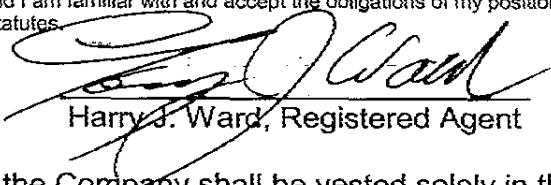
ARTICLES OF ORGANIZATION
OF
QUADS ENTERPRISES, LLC

The undersigned, acting at the direction of and on behalf of two or more persons desiring to be members of and having agreed to form QUADS ENTERPRISES, LLC as a limited liability company pursuant to the Florida Limited Liability Company Act, do hereby acknowledge and certify that:

1. The name of the limited liability company (hereinafter referred to as the "Company") is "QUADS ENTERPRISES, LLC".
2. The latest date on which the Company is to dissolve is January 2, 2050.
3. The purpose for which the Company is organized is to conduct all lawful business for which companies may be organized under the Florida Limited Liability Company Act, and or the State of Florida.
4. The mailing and street address of the principal office of the Company is:
Principal Office Address: Mailing Address:
900 N Ocean Blvd #19 900 N Ocean Blvd #19
Pompano Beach, FL 33062 Pompano Beach, FL 33062
5. The name and the Florida street address of the registered are:

HARRY J. WARD
900 N Ocean Blvd #19
Pompano Beach, Florida 33062.

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 as provided for in Chapter 608, Florida Statutes.


Harry J. Ward, Registered Agent

6. Management of the Company shall be vested solely in the Manager(s) as set forth in the Company's Operating Agreement, rather than the Members, the initial Manager of the Company is

Title:
MGRM

Name and Address
HARRY J. WARD
900 N Ocean Blvd #19
Pompano Beach, Florida 33062.

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ARTICLES OF ORGANIZATION
QUADS ENTERPRISES, LLC
PAGE TWO

7. The Company shall indemnify its managers against liability and shall pay or advance expenses incurred in the defense of any proceeding to the full extent allowed by law.

8. The Company may continue its existence upon the death, bankruptcy, retirement, resignation or expulsion of a member if there is at least one remaining member who consents to the continuation of the Company within ninety (90) days subsequent to the enumerated acts listed above.

9. The Company is authorized to impose any restrictions on the sale, pledge, transfer or other disposition of membership interests within the Company, which the members, in their sole discretion, may deem necessary or desirable. Such restrictions shall include, but are not limited to, those restrictions necessary to enable the Company to comply with state or federal securities laws. Any member, who ceases to be, or for any reason is ineligible to be a member, shall dispose of all of his/her membership interest forthwith in accordance with the Membership Interests Restriction and Purchase Agreement to be adopted by this Company.

10. The rights and authority of the members of the Company are governed by a separate written Operating Agreement among the Members and no Member virtue of being a Member shall have authority to bind the Company. The Operating Agreement in its entirety and its amendments shall be in writing.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my Act this _____ day of _____ 2003.



Signature

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Harry J. Ward
Managing Member

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