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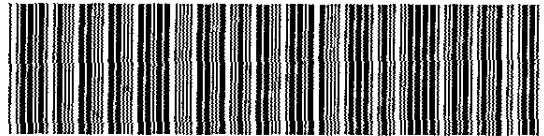
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DIVISION OF CORPORATION

JB  
427-04



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 593891 7431371

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 27, 2004

ORDER TIME : 10:33 AM

ORDER NO. : 593891-005

CUSTOMER NO: 7431371

CUSTOMER: Keith W. Upson, Esq.  
Keith W. Upson, Esq.

264 Willoughby Drive

Naples, FL 34108-0122

DOMESTIC FILING

NAME: MICHAEL B, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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## **ARTICLES OF ORGANIZATION OF MICHAEL B, LLC**

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 MICHAEL B, LLC ("Company").

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

The mailing address of the Company shall be 60 Emerald Woods Drive, Unit B5, Naples, Florida, 34108. The street address of the principal office of the Company shall be 60 Emerald Woods Drive, Unit B5, Naples, Florida, 34108.

### **ARTICLE III -- DURATION**

The Company shall commence its existence on the date these articles of organization are filed by 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 IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Keith W. Upson, Attorney at Law, 264 Willoughby Drive, Naples, Florida, 34110.

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

The members of the Company shall contribute to the capital of the Company the sum of one thousand dollars (\$1,000.00).

### **ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

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## **ARTICLE VII -- ADMISSION OF NEW MEMBERS**

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 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.

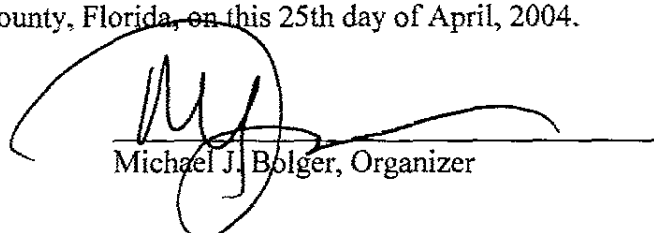
## **ARTICLE VIII -- TERMINATION OF EXISTENCE**

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 the consent of all the remaining members, provided there is at least one remaining member.

## **ARTICLE IX -- MANAGEMENT**

The Company shall be managed by a manager 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 name and address of the initial manager of the Company is Michael James Bolger, 60 Emerald Woods Drive, Unit B5, Naples, Florida, 34108.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Naples, Collier County, Florida, on this 25th day of April, 2004.

  
Michael J. Bolger, Organizer

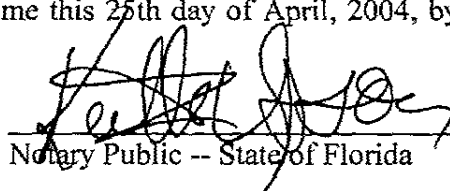
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF COLLIER

Sworn to (or affirmed) and subscribed before me this 25th day of April, 2004, by Michael James Bolger.



Keith W. Upson  
MY COMMISSION # DD223371 EXPIRES  
June 14, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public -- State of Florida

Personally Known ☒ OR Produced Identification ☐  
Type of Identification Produced \_\_\_\_\_

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of MICHAEL B, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the 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 duties, and is familiar with and accepts the obligations of the position of registered agent.

  
KEITH W. UPSON, ESQ.  
Registered Agent

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