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SIDNEY L. VIHLEN, III
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 25, 2004

Department of State
Division of Corporations
Attn: Registration Section
Post Office Box 6327
Tallahassee, Florida 32314

RE: Filing Amended Articles of Organization/Market Access Group International, L.L.C.

Dear Sir/Madam:

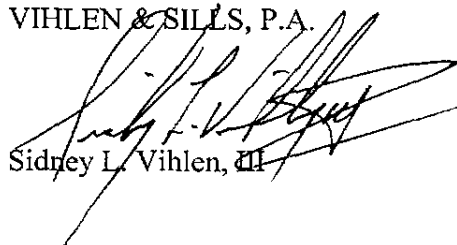
Enclosed, please find the original Amended Articles of Organization of Market Access Group International, L.L.C. for filing with your office.

Additionally, enclosed, you will find a check made payable to The Department of State in the amount of \$35.00, representing the filing fee for same.

Please forward to our office a certified copy of the duly filed Amended Articles of Organization. If you have any questions regarding this matter, please contact our office at (407) 786-2200. Thank you for your assistance with this matter.

Sincerely,

VIHLEN & SILLS, P.A.


Sidney L. Vihlen, III

SLV,III/sab
enclosures

AMENDED ARTICLES OF ORGANIZATION
OF
MARKET ACCESS GROUP INTERNATIONAL, L.L.C.

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2004 AUG 27 P 2:34

The undersigned certifies that these Amended Articles of Organization are being filed for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

Name and Mailing Address and Principal Place of Business

The name of the limited liability company shall be **MARKET ACCESS GROUP INTERNATIONAL, L.L.C.**, and the mailing and initial street address of its principal office shall be 166 Fairway Pointe Circle, Orlando, Florida 32828 but it shall have the power and authority to establish branch offices at any other place or places as the member or members may designate.

ARTICLE II

Purposes and Powers

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses that may be transacted, and the purposes for which the limited liability company is formed, shall be as set forth below.

1. To engage in any lawful act or activity for which companies may be organized under the Florida Limited Liability Company Act, including, without limitation, the act of engaging in any general business and business related activities as are permitted under the laws of the State of Florida and the United States.
2. To carry on any and all incidental businesses and, in connection therewith, to have and exercise all the powers conferred by the laws of the State of Florida.
3. To purchase or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, rights, assets and liabilities of any person, firm, association or corporation transacting any kind of business, whether or not of a similar nature to that which this limited liability company is authorized to transact, and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts and agreements for its business with any person, entity, partnership, association, corporation, domestic or foreign, or with any domestic or foreign state, government, or governmental authority, or with any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts and agreements.

5. To exercise all or any of the limited liability company powers and to carry out all or any of the purposes, enumerated in these Amended Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property of the entity and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objectives, or the furtherance of any of the powers set forth in these Amended Articles, either alone or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this Article as to the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of the limited liability company and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

ARTICLE III

Exercise of Powers

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the member or members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a vote of the majority-in-interest of the member or members of the limited liability company.

ARTICLE IV

Membership Restrictions

The member or members shall have the right to admit new members by unanimous consent. Contributions required by new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V
Additional Capital Contributions

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Additional capital contributions shall be made as determined by a majority vote of the member or members. Member or members shall make any required additional capital contributions in proportion to their percentage interest at the time of the required additional capital contributions.

2004 AUG 27 P 2:34
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TALLAHASSEE, FLORIDA

ARTICLE VI
Profits and Losses

Each member shall be entitled to a distributive share of the profits and losses of the business of the limited liability company in accordance with the member's ownership percentage. The distributive share of the profits or losses, as the case may be, shall be determined and paid to or by the members each year on a date determined by a majority vote of the members.

ARTICLE VII
Duration


This limited liability company shall exist until dissolved in a manner provided by law.

ARTICLE VIII
Initial Registered Office and Registered Agent

The address of the initial registered office of the limited liability company is 1173 Spring Centre South Boulevard, Suite C, Altamonte Springs, Florida 32714 and the name of the company's initial registered agent at that address is Vihlen & Sills, P.A..

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the Amended Articles of Organization of Market Access Group International, L.L.C.

Executed by the undersigned for the purposes set forth herein at Altamonte Springs, Seminole County, Florida on this the 6TH day of August, 2004.


Eric C. Haltiner, Member
166 Fairway Pointe Circle
Orlando, Florida 32828

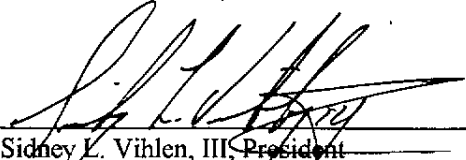
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

REGISTERED AGENT'S CERTIFICATE OF ACCEPTANCE

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, F.S.

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TALLAHASSEE, FLORIDA

VIHLEN & SILLS, P.A.



Sidney L. Vihlen, III, President