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## CRAMER, PRICE & de ARMAS, P.A.

ATTORNEYS AT LAW

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2005 FEB -9 P 3: 30

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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\*ALSO ADMITTED IN GEORGIA "ALSO ADMITTED IN WASHINGTON, D.C.

CARRIE L. GALBRAITH\*\*

CHARLES W. CRAMER\*

R. DAVID de ARMAS

STEPHEN H. PRICE

February 7, 2005

OF COUNSEL: PHILIP A. THARP 1939-2003

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: Kironi, LLC

To Whom It May Concern:

I am enclosing herewith the following items regarding the filing of the Articles of Organization of the above referenced Limited Liability Company, to wit:

- Original and one copy of Articles of Organization; 1.
- Registered Agent Certificate; and 2.
- A check payable to the Secretary of State in the amount of \$155.00. 3.

Please file these documents on our behalf and remit the Certificate to the undersigned.

Thank you in advance for your cooperation.

Sincerely

CWC/dmm Enclosures

Cc: Kironi, LLC (w/encl.)

## ARTICLES OF ORGANIZATION FILED

OF

2005 FEB -9 P 3: 30

KIRONI, LLC

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned members of this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a Limited Liability Company for profit under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

## ARTICLE I: NAME

The name of this Limited Liability Company shall be Kironi, LLC.

## ARTICLE II: PRINCIPAL OFFICE

The principal office and mailing address of this Limited Liability Company shall be located at 1411 Edgewater Drive, Suite 200, Orlando, Florida 32804.

## ARTICLE III: DURATION

The Limited Liability Company's period of duration is perpetual.

# ARTICLE IV: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Limited Liability Company in the State of Florida shall be 1411 Edgewater Drive, Suite 200, Orlando, Florida, 32804. The name of the initial registered agent of this Limited Liability Company at that address is Charles W. Cramer.

#### ARTICLE V: MANAGEMENT

The members or their appointees shall manage this Limited Liability Company.

## **ARTICLE VI: ADDITIONAL MEMBERS**

New members of this Limited Liability Company may only be admitted by the unanimous Articles of Organization Page 1 of 2 consent of the existing members. A member of this Limited Liability Company is prohibited from transferring his/her interest in this Limited Liability Company to an SECRETARY OF STATE TALLAHASSEE. FLORIDA

## ARTICLE VII: LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to section 608.4235 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

## ARTICLE VIII: INITIAL MEMBERS

The initial members of the LLC are:

William D. Crie, as Trustee of the William D. Crie Trust
1411 Edgewater Drive
Suite 200
Orlando, Florida, 32804

Robin Cheri 1411 Edgewater Drive Suite 200 Orlando, Florida, 32804

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of the members and acknowledged them to be my act this 7<sup>th</sup> day of February, 2005.

Charles W. Cramer, Esq.

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 908.415 or 608.507, of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the state of Florida. SECRETARY OF STATE TALLAHÁSSÉE, FLÓRÍÐA

- 1. The name of the Limited Liability Company is Kironi, LLC.
- 2. The name and address of the registered agent and office is

Charles W. Cramer, Esq. 1411 Edgewater Drive Suite 200 Orlando, Florida 32804

Having been named as registered agent, and to accept service of process for the above stated Limited Liability Company at the place designated above, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of my position as registered agent.

Registered Agent

Date: February 7, 2005