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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Insignia Capital	Consultin	e LLC	Y
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		LTD Partnership File	
		Foreign Corp. File	
		L.C. File	
		Fictitious Name File	
		Trade/Service Mark	•
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		Art. of Amend. File 1	
	_	RA Resignation	~
		Dissolution / Withdrawal	
		Annual Report / Reinstatement	
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UCC 1 or 3 File_

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UCC 11 Retrieval

Courier

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF



CONSULTING, LLC INSIGNIA CAPITAL

(Present Name)
(A Florida Limited Liability Company)

FIRST:	The date of filing of the articles of organization was 3/11/2005.
	The following amendment(s) to the articles of organization was/were adopted by the limited
SECOND.	liability company:
Regis	stored Agent: DIAN GOSPODINOV
J	-MGR-
Man	ger/Member Detail: 941 PENNSYLVANIA AVE, LAGELAND
	ipal Address: 941 PENNSYLVANIA AVE, LAKELANK
Owne	TIAN GOSPODINON 55% TENEIX FRANKEN BURGER 45% DESTRUMENTAL NO CONTROLLER DESTRUMENT
Dated	July 1st , 2005
	Signature of a member or authorized representative of a member
	DiAN GOSOLINOV Typed or printed name of signee

Filing Fee: \$25.00

ARTICLES OF ORGANIZATION OF Insignia Capital Consulting, L.L.C.

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

ARTICLE I - NAME

The name of this limited liability company is Insignia Capital Consulting, L.L.C. (the "company")

ARTICLE II - ADDRESS

The company's mailing address shall initially be **1543 US Hwy 98 South, Suite 202, Lakeland, Fl. 33801** and the street address of the company's principal office shall initially be **941 Pennsylvania Ave., Lakeland, Fl. 33803**.

ARTICLE III - DURATION

The company's existence shall be perpetual, beginning upon the date and time these articles of organization are filed with the Florida Department of State, unless the company is earlier dissolved as provided in these articles of organization, the company's operating agreement, or by applicable law.

ARTICLE IV - PURPOSES AND POWERS

This company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be formed under the Florida Limited Liability Act. The company shall have all the rights, privileges, and powers now or hereafter available to limited liability companies under the laws of the State of Florida.

ARTICLE V - REGISTERED AGENT

The name and Florida street address of the company's initial registered agent for services of process in the State of Florida are: **Dian Gospodinov**, **941 Pennsylvania Ave. Lakeland**, **FL 33803**.

ARTICLE VI - MANAGEMENT

The company shall be a manager-managed company. The company shall be managed by one or more managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. Except as authorized by a manager, no member is an agent of the company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the company.

The name and address of the company's initial manager, who shall serve as the manager of the company until his or her successor has been elected and qualified, is **Dian Gospodinov**, **941 Pennsylvania Ave. Lakeland**, **Fl. 33803**.

PAGE 2 OF 4

ARTICLE VII - OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the operating agreement for the company shall be vested in the Managing Member of the company. The operating agreement may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. Any provision of the operating agreement adopted by the members may be repealed or altered and new provisions may be adopted by the Managing Member, in accordance with the operating agreement or the Florida Limited Liability Company Act, or any successor thereto.

ARTICLE VIII - AMENDMENT OF ARTICLES

The company reserves the right to amend these articles of organization, from time to time, in any and as many respects as may be desired, in accordance with the manner and procedures now or hereafter provided by the Florida Limited Liability Company Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned organizer, being a member, or authorized representative of a member, of the company, had made subscribed these articles of organization, on this 1st day of July 2005.

Sian Cospodinov

Insignia Capital Consulting, L.L.C. ARTICLES OF ORGANIZATION

PAGE 3 OF 4

STATE OF FLORIDA

COUNTY OF POLK

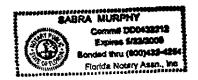
The foregoing instrument was acknowledged before me this 1^{st} day of **July 2005**, by Dian Gospodinov, who is \Box personally known to me or it has produced a driver's license as identification.

Notary Public

Name of Notary: _

Commission Expires: 5/2

(SEAL)



Insignia Capital Consulting, L.L.C. ARTICLES OF ORGANIZATION

PAGE 4 OF 4

ACCEPTANCE OF REGISTERED AGENT

Having been named in the articles of organization of Insignia Capital Consulting, LLC. as the registered agent of this limited liability company, I hereby consent to accept service of process for the foregoing named company at the place designated in the articles of organization, and I 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 state that I am familiar with and accept the obligations of my position as registered agent.

Dated: July 1st, 2005

Dian Gospodinov Registered Agent