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LIMITED LIABILITY COMPANY

the firth ^{davies} consultancy, llc

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Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 4, 2005

EMPIRE

SUBJECT: THE FIRTH DAVIES CONSULTANCY, LLC
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ARTICLES OF ORGANIZATION
OF
THE FIRTH DAVIES CONSULTANCY, LLC

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under Chapter 608 of the Florida Statutes, do hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is: The Firth Davies Consultancy, LLC

SECOND: The Limited Liability Company shall continue until the occurrence of an event set forth in the Operating Agreement which causes the termination of the Limited Liability Company.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with Chapter 608 of the Florida Statutes, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 215 Celebration Place, Suite 500, Celebration, FL 34747, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is Mark C. Rutecki, Esq..

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.


Mark C. Rutecki, Esq.

FIFTH: The mailing address and principal office of the Limited Liability Company is 1001 Farmington Avenue, West Hartford, CT 06107.

SIXTH: The Limited Liability Company is to be managed by a Managing Member. The name and address of the initial Managing Member are: The Firth Davies Consultancy, Ltd., a United Kingdom limited liability company, having an address at 67 High Street, Hemel Hempstead, Hertfordshire, HP1 3AF, UK

SEVENTH: The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.

ELEVENTH: The remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company

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upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

TWELFTH: The names and addresses of the Members and Organizers of the Limited Liability Company are: The Firth Davies Consultancy, Ltd., a United Kingdom limited liability company, having an address at 67 High Street, Hemel Hempstead, Hertfordshire, HPI 3AF, UK ("Managing Member").

THIRTEENTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles of Organization on March 1, 2005.

In the presence of:

THE FIRTH DAVIES CONSULTANCY, LTD.
A United Kingdom limited liability company

By: 
Mark S. Firth, Managing Director

By: 
Joe Bryan Firth, Managing Director

print: 
Peggy Thompson

print: 
JACOB C. WEST

STATE OF FLORIDA, COUNTY OF OSCEOLA, ss.

The foregoing instrument was acknowledged before me on the 1st day of March, 2005, by Mark S. Firth and Joe Bryan Firth, to me known, who being duly sworn, did depose and say and did acknowledge that they are Managing Directors of The Firth Davies Consultancy, Ltd., the limited liability company described in and which executed the foregoing Agreement; that they had authority to execute said Agreement; and that they executed said Agreement in the name of The Firth Davies Consultancy, Ltd. for and on behalf of said limited liability company.

print: 

Notary Public
My commission expires:



Season Rutick
My Commission DD181028
Expires November 24, 2008

Personally Known ☐ OR Produced Identification ☐
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