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(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

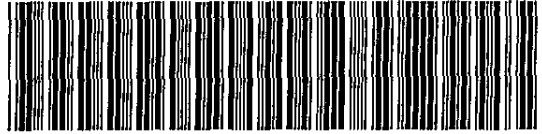
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05/24/05--01046--005 **185.00

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05 MAY 24 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCHAEFER, WIRTH & WIRTH

ATTORNEYS AND COUNSELLORS AT LAW

650 MAIN STREET
SAFETY HARBOR, FLORIDA 34695

JOHN SCHAEFER
JANET L. WIRTH*
JUDY L. WIRTH

*Admitted in New York

TELEPHONE
(727) 345-4007

FACSIMILE
(727) 345-3942

May 23, 2005

Registration Section
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

FILED
05 MAY 24 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **Ceresoli Depies & Associates, LLC**

Dear Registration Section Representative:

Please be advised that the undersigned represents the interests of **Frank P. Ceresoli, Sr.**, and **Daniel J. Depies**, the Initial Managing Members of the above-described limited liability company proposed to be formed by and under the provisions of the "**Florida Limited Liability Company Act**", as set forth in **Chapter 608, Florida Statutes**.

As such, please find enclosed the following described items relative to this matter:

1. An original "**Articles of Organization of Ceresoli Depies & Associates, LLC**" executed on even date by each of the Initial Managing Members described above.

2. **One (1) copy** of the **Articles** described in **paragraph 1, above**.

3. My law firm's Trust Account check made payable to the **Florida Department of State** in the amount of **\$185.00**; and, representing payment of the following described fees in this matter:

a.	Filing Fee (Articles of Organization):	\$100.00
b.	Designation of Registered Agent:	25.00
c.	Certified Copy of Record:	30.00
d.	Certificate of Status (6 * \$5.00):	<u>30.00</u>

Total: **\$ 185.00**

If you would be so kind, trusting that all of the foregoing fully and completely complies with the filing requirements set forth in **Section 608.407, Florida Statutes**, please then file the **Articles** described in **paragraph 1, above**.

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Registration Section
Division of Corporations
Re: Ceresoli Depies & Associates, LLC
May 23, 2005

In addition, upon such filing, please then kindly mail directly to the attention of the undersigned the items described in **paragraphs 3c and 3d, above.**

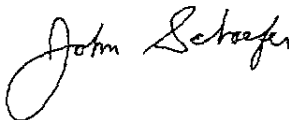
Finally, if you have any questions, or desire any further information, relative to this matter, please feel free to contact the undersigned directly, as follows:

JOHN SCHAEFER, ESQ.
Schaefer, Wirth & Wirth
650 Main Street
Safety Harbor, Florida 34695
Tel: (727) 345-4007
Fax: (727) 345-3942

In conclusion, please allow me to take this opportunity to thank you for your time and consideration with respect to the above-described filing.

I thank you again and look forward to receipt of the items so requested herein.

Very truly yours,



John Schaefer

JS/ast
Encs.

DHL EXPRESS: NEXT DAY 10:30 AM

xc: Frank P. Ceresoli, Sr., and Daniel J. Depies, Initial Managing Members
Ceresoli Depies & Associates, LLC

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
CERESOLI DEPIES & ASSOCIATES, LLC

The undersigned, **FRANK P. CERESOLI, SR.**, an individual, and **DANIEL J. DEPIES**, an individual, upon execution of these “**Articles of Organization**” and filing therewith the **Florida Department of State**, intend and desire to form **CERESOLI DEPIES & ASSOCIATES, LLC**, a limited liability company by and under the provisions of the “**Florida Limited Liability Company Act**”, as set forth in **Chapter 608, Florida Statutes**.

ARTICLE I

NAME

The name of the limited liability company is **CERESOLI DEPIES & ASSOCIATES, LLC**; and, hereinafter referred to as the “**Limited Liability Company**”.

ARTICLE II

ADDRESS

The mailing address of the Limited Liability Company is:

c/o JOHN SCHAEFER, ESQ.
Schaefer, Wirth & Wirth
650 Main Street
Safety Harbor, Florida 34695

The street address of the principal office of the Limited Liability Company is:

7914 US 19 North
Port Richey, Florida 34668

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TALLAHASSEE, FLORIDA

ARTICLE III

DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

MANAGEMENT

The Limited Liability Company shall be a member-managed company.

ARTICLE V

INITIAL MANAGING MEMBERS

The name and address of each of the **two (2)** Initial Managing Members of the Limited Liability Company is:

FRANK P. CERESOLI, SR.
10012 Casey Drive
New Port Richey, Florida 34668

DANIEL J. DEPIES
455 Palmdale Drive
Oldsmar, Florida 34677

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

OPERATING AGREEMENT

At some time after the date these “**Articles of Organization**” are filed with the **Florida Department of State**, the Initial Managing Members of the Limited Liability Company, **FRANK P. CERESOLI, SR.**, and **DANIEL J. DEPIES**, shall enter into a written operating agreement to regulate the affairs, and the conduct of the business, of the Limited Liability Company; to establish duties in addition to those so set forth in **Chapter 608, Florida Statutes**; and, to govern relations among the members and the Limited Liability Company.

ARTICLE VII

INITIAL REGISTERED AGENT

The name of the initial registered agent for the Limited Liability Company is:

JOHN SCHAEFER, ESQ.

The Florida street address of the initial registered agent for the Limited Liability Company is:

**650 Main Street
Safety Harbor, Florida 34695**

IN WITNESS WHEREOF, the Initial Managing Members of the Limited Liability Company, **FRANK P. CERESOLI, SR.**, and **DANIEL J. DEPIES**, have executed these "Articles of Organization" as follows:

Dated this 23 day of May, 2005.



FRANK P. CERESOLI, SR.

Initial Managing Member

(In accordance with the provisions of Section 608.408(3), Florida Statutes, the execution of this document by **Frank P. Ceresoli, Sr.**, constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.)

Dated this 23rd day of May, 2005.



DANIEL J. DEPIES

Initial Managing Member

(In accordance with the provisions of Section 608.408(3), Florida Statutes, the execution of this document by **Daniel J. Depies** constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.)

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MAY 24 PM 3:53
CLERK OF DISTRICT COURT
PALM BEACH COUNTY, FLORIDA

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

The undersigned, **JOHN SCHAEFER, ESQ.**, having been appointed in **ARTICLE VII** of the foregoing "**Articles of Organization**" as the initial registered agent for the Limited Liability Company in order to thereby accept service of process therefor at the Florida street address so designated therein, hereby accepts this appointment as registered agent; agrees to act in such capacity; further agrees to comply with any and all provisions of Florida law relating to the proper and complete performance of his duties as a registered agent; and, acknowledges that he is familiar with, and accepts, the obligations of his position as registered agent as provided for in **Chapter 608, Florida Statutes**.

ACCEPTED this 23rd day of May, 2005.


JOHN SCHAEFER, ESQ.
Initial Registered Agent

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05 MAY 24 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Cview Digital, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

511 Sovereign Ct

511 Sovereign Ct

Tampa FL 33613

Tampa FL 33613

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Name: **Edward Colby**

Florida street address: **511 Sovereign Ct**

Tampa FL 33613

City, State, and Zip

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..

X



Registered Agent's Signature

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TALLAHASSEE, FLORIDA

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title: Name and Address:
MGR" = Manager "MGRM" = Managing Member

MGRM: Edward Colby

511 Sovereign Ct

Tampa FL 33624

MGRM: John Flores

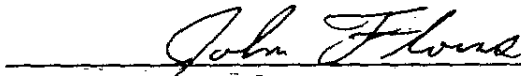
133 Beechwood Street

Cohasset, MA 02025

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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.) John Flores

Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

Page 2 of 2

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05 MAY 24 PM 3:42
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TALLAHASSEE, FLORIDA