

L05000076002

FILED

Florida Department of State

Division of Corporations
Public Access System

2005 AUG -2 A 10:59

Electronic Filing Cover Sheet

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000184923 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110RECEIVED
05 AUG -2 PM 5:13
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

ESP Partners LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

Electronic Filing Menu

Corporate Filing

Public Access Help

H05000184923

ARTICLES OF ORGANIZATION

FILED

Article I. Name

The name of this Florida limited liability company is:
ESP Partners LLC

2005 AUG -2 A 10: 59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II. Address

The Company's street and mailing address is:
ESP Partners LLC
250 South Central Blvd.
Suite 205
Jupiter FL 33458

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Louis P. Pfeffer P.A.
250 South Central Blvd.
Suite 205
Jupiter FL 33458

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Louis P. Pfeffer | FL Bar Member 438707
Louis P. Pfeffer P.A.
250 South Central Blvd.
Suite 205
Jupiter FL 33458
561-745-8011

H05000184923

Copyright © 1993-2005 CC

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

FILED
2005 AUG 22 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

BRIAN ELBERT
250 South Central Blvd. Suite 205 Jupiter FL 33458
WILLIAM SNYDER
250 South Central Blvd. Suite 205 Jupiter FL 33458
LOUIS P. PFEFFER
250 South Central Blvd. Suite 205 Jupiter FL 33458

Article VII. Company Existence

The Company's existence shall begin effective as of 8/2/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 8/2/2005.



LOUIS P. PFEFFER

by T. Bacz as attorney-in-fact

Louis P. Pfeffer | FL Bar Member 438707
Louis P. Pfeffer P.A.
250 South Central Blvd.
Suite 205
Jupiter FL 33458
561-745-8011

H05000184923

STATEMENT OF REGISTERED AGENT

FILED

LIMITED LIABILITY COMPANY:
ESP Partners LLC

2005 AUG -2 A 10: 59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/OFFICE:

Louis P. Pfeffer P.A.
250 South Central Blvd.
Suite 205
Jupiter FL 33458

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



LOUIS P. PFEFFER P.A.
by T. Bacz as attorney-in-fact

Date: 8/2/2005.

Louis P. Pfeffer | FL Bar Member 438707
Louis P. Pfeffer P.A.
250 South Central Blvd.
Suite 205
Jupiter FL 33458
561-745-8011

H05000184923

Copyright © 1993-2005 CC