

L05000078633

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☐ PICK-UP

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(Business Entity Name)

(Document Number)

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Special Instructions to Filing Officer:



300057310443

EFFECTIVE DATE

7/14/05

07/14/05--01030--016 **87.50

08/12/05--01004--009 **72.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 JUL 14 P 2:50

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Document

Preparer Office Use Only

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Signature

Notarization

W. P. Verifier

TRANSMITTAL LETTER

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

SUBJECT: Cablecam International Holdings, LLC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☒ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Charles H. Ogilvie, Jr.
Name (Printed or typed)

400 N. New York Ave., Suite 103
Address

Winter Park, FL 32789
City, State & Zip

(407) 629-8282
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 20, 2005

CHARLES H. OGILVIE, JR.
400 N. NEW YORK AVE., SUITE 103
WINTER PARK, FL 32789

SUBJECT: CABLECAM INTERNATIONAL HOLDINGS, LLC
Ref. Number: W05000034662

We have received your document for CABLECAM INTERNATIONAL HOLDINGS, LLC and check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$72.50. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 805A00047632

Articles of Organization
of
Cablecam International Holdings, LLC
a Limited Liability Company

1. **Name.** The name of the organization is Cablecam International Holdings, LLC, herein after referred to as "Limited Liability Company").
2. **Commencement of Existence and Period of Duration.** The existence of the Limited Liability Company shall commence on July 11, 2005, and the duration shall be perpetual, unless the Company dissolves and its affairs are wound up in accordance with the Operating Agreement.
3. **Registered Agent Name and Street Address.** The name and address of the initial Registered Agent of the Limited Liability Company is:

C.H. Ogilvie, Jr.
400 N. New York Avenue
Suite 103
Winter Park, Florida 32789.

4. **Mailing and Street Address of Principal Office.** The mailing and street address of the principal office of the Limited Liability Company is:

400 N. New York Avenue,
Suite 103
Winter Park, Florida 32789.

5. **Members.** There shall be one (1) authorized class of Members of the Limited Liability Company. At no time shall there exist a total of more than thirty three (33) different Members.
6. **Business Purposes.** The purpose for which the Limited Liability Company is organized is to transact all lawful business for which Companies may be organized under the Limited Liability Company Act of Florida.
7. **Powers.** The powers of the Limited Liability Company are:
 - (A) Sue or be sued, or complain or defend, in its name;
 - (B) Purchase, take, receive, lease, or otherwise acquire, own, hold, improve or use, or otherwise deal in or with real or personal property, of an interest in real or personal property, whenever situated;

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- (C) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange or transfer, or otherwise dispose of, all or any part of its property or assets;
- (D) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend or pledge, or otherwise dispose of, all or otherwise use or deal in or with:
 - (1) Shares or other interests in or obligations of other foreign or domestic limited liability companies, domestic or foreign corporations, associations, general or limited partnerships, or individuals; or
 - (2) Direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
- (E) Make contracts or guarantees or incur liabilities; borrow money at such rates of interest as the Limited Liability Company may determine; issues its notes, bonds, or other obligations; or secure any of its obligations by mortgage of pledge of all or any part of its property, franchises, and income;
- (F) Lend money for any lawful purpose, invest or reinvest its funds, or take and hold real or personal property as security for the payment of funds so loaned or invested;
- (G) Conduct its business, carry on its operations and have offices, and exercise the powers granted by the Florida Limited Liability Company Act within or without this state;
- (H) Elect or appoint Managers and agents of the Limited Liability Company, define their duties, and fix their compensation;
- (I) Make and alter its Regulations, not inconsistent with its Articles of Organization or with the laws of Florida, for the administration and regulation of the affairs of the Limited Liability Company.
- (J) Make donations to the public welfare or for charitable, scientific, educational purposes;
- (K) Indemnify a General Member or Manager in connection with the defense of an action, suit or proceeding, whether civil or criminal, in which the Member or Manager is made party;
- (L) Cease its activities and surrender its certificate of organization;
- (M) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Limited Liability Company is organized;
- (N) Transact any lawful business which the General Members or the Managers find to be in aid of governmental policy;

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- (O) Pay pensions and establish pension plans, profit-sharing plans and other incentive plans for any or all its Managers and employees;
- (P) Be a promoter, incorporator, general partner, limited partner, member, associate or manager or any corporation, partnership, limited partnership, limited liability company, joint venture, trust or other enterprise; and
- (Q) Have and exercised all powers or convenient to effect its purposes.

8. **Managers.**

- (A) The Limited Liability Company will be operated by Managers or Executive Members and not Members. The Company may also elect to call said Managers "Officers" and may elect a Board of Directors or Board of Managers.
- (B) The Limited Liability Company business and affairs shall be vested in Managers. The name and address of such Manager who will serve as Manager until the first annual meeting of Members or until their successors are elected and qualify are:

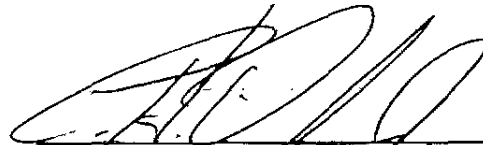
C.H. Ogilvie, Jr.
400 N. New York Avenue
Suite 103
Winter Park, Florida 32789

- (C) Each Manager shall have attained the age of 18

- 9. **Debt.** No debt shall be contracted nor liability incurred by or on behalf of the Limited Liability Company, except by the process established in the Operating Agreement.
- 10. **Liability.** Liability of all Members, Managers and the Board of Managers will confirm to the Operating Agreement of Cablecam International Holdings, LLC.
- 11. **No Liability Under Judgment, Decree or Order for Debts of the Limited Liability Company.** Neither the General Members or Managers of a Limited Liability Company shall be liable under a judgment, decree or order of a court, or in any other manner, for a debt, obligation or liability of the Limited Liability Company.
- 12. **Dissolution.** A Limited Liability Company organized under the Limited Liability Company Act shall be dissolved according to the Operating Agreement of Cablecam International Holdings, LLC.

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TALLAHASSEE
FLORIDA
CLERK OF DISTRICT COURT

State of Florida
County of Orange



C.H. Ogilvie, Jr.
Managing Member/President

Sworn to and subscribed before me this 11th day of July, 2005, by C.H. Ogilvie, Jr.,
[X] who is personally known to me or [] has produced _____ as
identification and who did take an oath.



NOTARY PUBLIC

Print Name: Wendy J. Bridegroom

My Commission Expires: _____



Wendy J. Bridegroom
My Commission DD290202
Expires March 21, 2008

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TALLAHASSEE, FLORIDA

CABLECAM INTERNATIONAL HOLDINGS, LLC
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Having been designated as Registered Agent to accept service of process for Cablecam International Holdings, LLC, a Florida limited liability company, at the street address set forth in the Articles of Organization, I hereby accept appointment as Registered Agent and agree to act in that capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I further acknowledge that I am familiar with and accept the obligations of my position as Registered Agent.

Executed this 11th day of July, 2005.

By: _____


C.H. Ogilvie, Jr.
Registered Agent
Cablecam International Holdings, LLC

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TALLAHASSEE, FLORIDA