

OCT 11 2005 9:58AM

WEBSTER + PARTNERS

4076910 10

Division of Corporations

P. 1  
Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**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.

((H05000239827 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 : WEBSTER, CHAIRES & PARTNERS, P.L.  
Account Number : I20000000284  
Phone : (407) 691-0500  
Fax Number : (407) 691-0501

LIMITED LIABILITY COMPANY

Av-De Unit 1, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$125.00

05 OCT 11 AM 8:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/12/05

Electronic Filing Menu

Corporate Filing

Public Access Help

OCT 11 2005 9:58AM  
850-205-0381

WEBSTER + PARTNERS

10/11/2005 9:33 PAGE 001/001

4076910500

Florida Dept of State

P.2



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 11, 2005

WEBSTER, CHAIRES & PARTNERS, P.L.

SUBJECT: AV-DE UNIT 1, LLC  
REF: W05000046635

FILED  
05 OCT 11 AM 8:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Because your document contains the name(s) and address(es) of the company's managing member(s), the limited liability company appears to be a member-managed company as opposed to being a manager-managed company. Please amend your document accordingly.

Please return your document, along with 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) 245-6958.

Lee Rivers  
Document Specialist

FAX Aud. #: H05000239827  
Letter Number: 905200061805

RECEIVED  
05 OCT 11 AM 11:26  
DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

(((H05000239827 3)))

**ARTICLES OF ORGANIZATION  
OF  
Av-De Unit 1, LLC**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") shall be **Av-De Unit 1, LLC**.

**ARTICLE II  
DURATION**

Unless earlier terminated pursuant to the Act or the operating agreement (as defined in §608.402 (24) of the Act) of this Company, the period of its duration shall be perpetual.

**ARTICLE III  
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be:

13001 Founders Square Drive, Orlando, Florida 32828

**ARTICLE IV  
REGISTERED AGENT**

The initial registered office of this Company shall be 1936 Lee Road, Suite 101, Winter Park, Florida 32789, and its initial registered agent at such office shall be W&P Services, Inc.

901-5526

Page 1 of 3

Prepared by:  
David A. Webster, Esq.  
Webster, Chaires & Partners, P.L.  
1936 Lee Road, Suite 101  
Winter Park, Florida 32789

(((H05000239827 3)))

(((H05000239827 3)))

**ARTICLE V  
ADDITIONAL MEMBERS**

Pursuant to §608.4232, of the Act, additional members may be admitted as provided in the operating agreement, as amended from time to time.

**ARTICLE VI  
CONTINUATION OF BUSINESS**

Pursuant to §608.441(1)(d), Florida Statutes, this Company shall have the right to continue the Company's business upon the occurrence of any event that terminates this Company because there are no members.

**ARTICLE VII  
MANAGEMENT OF THE COMPANY**

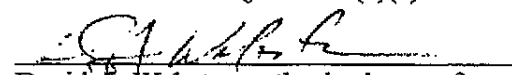
This Company will be managed by manager(s) appointed by the members in accordance with the terms of the operating agreement. As such, the Company will be manager-managed. Such managers will be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with such positions under corporate law. The Company may also designate persons as Directors, under the Operating Agreement, who shall act in a manner similar to directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that such managers shall hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

BEAT M. KAHLI	Manager/President
KEITH A. EWING	Manager/Secretary/Treasurer

The address of the managers shall be as follows:

13001 Founders Square Drive  
Orlando, FL 32828

IN WITNESS WHEREOF, the undersigned, a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.408(1)(a) of the Act.

  
David A. Webster, authorized agent for a  
member of the Company

Dated: October 10<sup>th</sup>, 2005

(((H05000239827 3)))

FILED  
05 OCT 11 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

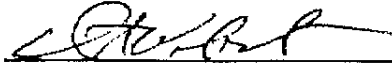
(((H05000239827 3)))

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Av-De Unit 1, LLC., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates W&P Services, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1936 Lee Road, Suite 101, Winter Park, Florida 32789.


DATED this 10<sup>th</sup> day of October, 2005.

  
David A. Webster, authorized agent for a  
member of the Company

Having been named as registered agent to accept service of process for the above named limited liability company, at the place designated in this certificate, I, on behalf of W&P Services, Inc., as its president, hereby agree to 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.

DATED this 11<sup>th</sup> day of October, 2005.

W&P Services, Inc., a Florida corporation

By:   
David A. Webster, President

OCT 11 AM 8:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

(((H05000239827 3)))