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Certified Copies	Certificates	of Status
Special Instructions to	Filing Officer.	7//
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SECRETARY OF STATE

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## **COVER LETTER**

TO: Registration Se Division of Co			0	
SUBJECT:	Phillips &	Ouver Invent	Swap LLC	)
	(Name of Limited	d Liability Company)	1 2 S	T
The enclosed Articles o	f Organization and fee(s) are so	ubmitted for filing.	CARTE LANGE	
Please return all corresp	ondence concerning this matte	r to the following:	SEE	Z ///
	Mike (	Phillips	77.5	H 10: 06
	)/ ~ ^	Name of Person)	7.	σ
	hellips In	Washmoux S Firm/Company)	houp LLC	
/	1430 Leye	way Road		
		(Address)		
	Englwood	$\frac{1}{2} \frac{342}{\text{(State and Zip Code)}}$	-23	
	(City)	State and Sip Code)		
For further information	concerning this matter, please	call:		
Mike	Ohellips of Person)	at (941) 650 (Area Code & Daytime To	9-2417 elephone Number)	
•	,	,	•	
Enclosed is a check for	or the following amount:			
\$125.00 Filing Fee	\$130.00 Filing Fee & Certificate of Status	\$155.00 Filing Fee & Certified Copy (additional copy is enclosed)	\$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)	
	Mailing Address  Peristration Section	Street/Courier Addres	<u>ss</u>	

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

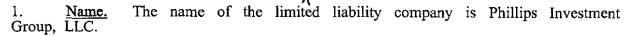
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

#### ARTICLES OF ORGANIZATION

### Phillips Investment Group, LLC

#### A LIMITED LIABILITY COMPANY

(Pursuant to s. 60, 407, Florida Statutes)



- 2. <u>Purpose.</u> The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
- 3. <u>Address of Principal Office.</u> The address of the registered office of the limited liability company is 1430 Keyway Road, Englewood, Fl 34223.
- 4. Term. Term of this LLC shall be perpetual.
- 5. <u>Members at Time of Formation</u>. There will be at least one member at the time the limited liability company is formed.
- 6. Period of Duration. The period of duration shall be perpetual.
- 7. <u>Management.</u> Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members: Mike Phillips 1430 Keyway Road Englewood, Fl 34223

Ralph L. Phillips, Sr 1247 Worton Blvd Mayfield Heights, Ohio 44124

- 8. <u>Additional Members.</u> The names and addresses of additional members(s) are as follows:
  Ralph L. Phillips, Sr.
- 9. <u>Admission of New Members.</u> With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such



capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business on 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 as further set forth in the Operating Agreement of the limited liability company

Executed this date 3/6/06

Mike Phillips

Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

- 1. Name. The name of the limited liability company is Phillips Investment Group, LLC
- 2. <u>Registered Office.</u> The address of the registered office of the limited liability company is 1430 Keyway Road, Englewood, Fl 34223.
- 3. <u>Registered Agent.</u> Mike Phillips, is appointed, and by his signature below accepts appointment, to act as the Registered Agent of Phillips Investment Group, LLC.

Having been named as registered agent and to accept service of process for the above stated limited liablity 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.

Mike Phillips