

06000027878

Florida Department of State
Division of Corporations
Public Access System

5

Electronic Filing Cover Sheet

3/15

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.

(((H06000068899 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

FLORIDA/FOREIGN LIMITED LIABILITY CO.

CARTESOFT, LLC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

06 MAR 15 AM 10:55
DIVISION OF CORPORATIONS

FILED
MAR 15 2006
TALLAHASSEE, FLORIDA

06 MAR 15 AM 9:41

Electronic Filing Menu

Corporate Filing Menu

Help

((H06000068899 3)))

**ARTICLES OF ORGANIZATION
OF
CARTESOFT, 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 CARTESOFT, 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:

CARTESOFT, LLC
c/o Webster, Chaires & Partners, P.L.
1936 Lee Road, Suite 101
Winter Park, Florida 32789

**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.

06 MAR 15 2006 9:41
TALLAHASSEE, FLORIDA

(((H06000068899 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:

Directors:

Randal S Goss
Louis L. Steenson
Allen W. Ibaugh
Jason A. Amadori
Beat M. Kahli
Keith A. Ewing

Officers:


Randal S Goss	President/Secretary/Treasurer
Allen W. Ibaugh	Senior Vice President/COO
Louis L. Steenson	Vice President/Marketing
Keith A. Ewing	Treasurer/CFO
Cynthia R. Novoa	Secretary

((H06000068899 3)))

The address of the managers shall be as follows:

13001 Founders Square Dr.
Orlando, Florida 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: 15 March 2006

**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:

CARTESOFT, 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 15th day of March 2006.


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

, (((H06000068899 3)))

complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 17 day of March 2006.

W&P Services, Inc., a Florida corporation

By: 
David A. Webster, President