

L06000005 9578

FILED

Florida Department of State  
Division of Corporations  
Public Access System

2006 JUN -9 A 10:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## 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.

(((H06000154500 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 : HENDRY, STONER, CALANDRINO & BROWN, P.A.  
Account Number : I20000000241  
Phone : (407) 843-5880  
Fax Number : (407) 425-7905

## FLORIDA/FOREIGN LIMITED LIABILITY CO.

## Orrgroup, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

AL

RECEIVED  
06 JUN -9 PM 1:19  
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

**Articles of Organization  
of  
Orrgroup, LLC**

**FILED**  
2006 JUN -9 A 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming of a limited liability company under the laws of Florida, sets forth the following articles of organization:

**1. Name**

The name of the limited liability company is Orrgroup, LLC (the "Company").

**2. Period of Duration**

Unless earlier terminated under the Act or the Company's operating agreement, the duration of the company is perpetual.

**3. Purpose**

The Company is organized for the purpose of conducting any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

**4. Addresses**

The mailing address for the Company is:

Orrgroup, LLC  
c/o Philip K. Calandrino, Esq.  
Hendry, Stoner, Calandrino & Brown, P.A.  
20 North Orange Avenue, Suite 600  
Orlando, Florida 32801

and the street address of the place of business for the Company is:

Orrgroup, LLC  
3117 Edgewater Drive  
Orlando, Florida 32804.

These addresses may be changed from time to time as provided in the Company's operating agreement.

FILED

2006 JUN -9 A 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**5. Registered Agent**

The initial registered agent in Florida for the Company is:

Hendry, Stoner, Calandrino & Brown, P.A.  
20 North Orange Avenue, Suite 600  
Orlando, Florida 32801

**6. Capital Contributions.**

The members may contribute capital to the Company in the manner prescribed by the Company's operating agreement and as it may be amended from time to time in accordance with its terms.

**7. Members**

The Company shall have at least one member at all times and may admit additional members upon the prior, unanimous written agreement of all then-existing members or as the Company's operating agreement may otherwise provide.

**8. Continuity of Business**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the written consent the Company's remaining members.

**9. Management**

The Company will be managed by one or more managers appointed by the members in accordance with the terms of the operating agreement. As such, the Company will be manager-managed. The 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 may have the authority normally associated with these positions under corporate law or as otherwise described in the Company's operating agreement. The Company may also designate persons as directors under the operating agreement. These directors shall act in a manner similar to the directors of a corporation or as otherwise described in the Company's

FILED

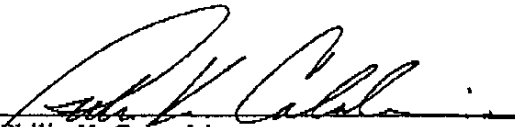
operating agreement. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The name of the initial manager, who may serve until the first annual meeting of the members or until his successor is elected and qualified, and his designation is as follows:

<u>Name</u>	<u>Title</u>
Andrew C. Orr	Manager
	President
	Secretary
	Treasurer
	Chief Executive Officer
	Director

#### 10. Indemnification

Except as expressly provided in the Company's operating agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Dated: June 9, 2006.

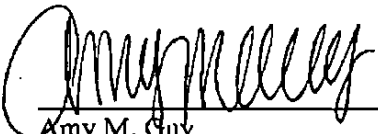
  
 Philip K. Calandrino  
 Attorney at Law  
 Organizing Agent of the Members

STATE OF FLORIDA    }  
                               } ss.  
 COUNTY OF ORANGE }

Sworn to or subscribed before me on this 9th day of June, 2006, by Philip K. Calandrino, who is personally known to me.



Amy M. Guy  
 Commission #DD270982  
 Expires: Dec 01, 2007  
 Bonded Through  
 Atlantic Bonding Co., Inc.

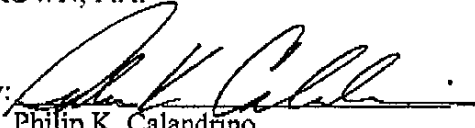
  
 Amy M. Guy  
 Notary Public – State of Florida  
 My Commission Expires:

**Registered Agent Acceptance**

Hendry, Stoner, Calandrino & Brown, P.A. hereby agrees to act as registered agent for Orrgroup, LLC as stated in the foregoing Articles of Organization.

7/11/06 10:48  
A 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HENDRY, STONER, CALANDRINO &  
BROWN, P.A.

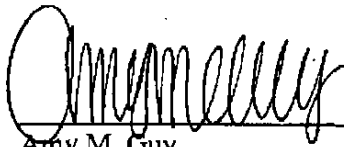
By:   
Philip K. Calandrino  
Attorney at Law

STATE OF FLORIDA }  
                              } ss.  
COUNTY OF ORANGE }

Sworn to or subscribed before me on this 9th day of June, 2006, by Philip K. Calandrino as duly authorized agent of Hendry, Stoner, Calandrino & Brown, P.A., who is personally known to me.



Amy M. Guy  
Commission #DD270982  
Expires: Dec 01, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.



Amy M. Guy  
Notary Public - State of Florida  
My Commission Expires: