----(Requestor's Name) (Address) 500079007935 (Address) (City/State/Zip/Phone #) 08/29/06--01030--012 **260.00 PICK-UP WAIT MAIL (Business Entity Name) (Document Number) 06 AUG 29 PH 2: 28 Certified Copies _____ Certificates of Status Special Instructions to Filing Officer: Office Use Only

J. BRYAN AUG 3 0 2006

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August 28, 2006

Fla. Dept. of State Division of Corporations Registration Section Clifton Bldg. 2661 Executive Center Circle Tallahassee, FL 32301

- RE: Articles of Organization of:
 - 1. SBC Partners, L.L.C.
 - 2. TechReps, L.L.C.

Dear Sir or Madam:

Please find enclosed our Check No. 1274, of even date, in the amount of Two Hundred Sixty Dollars (\$260.00) in payment of the fees associated with filing the two enclosed Articles of Organization and Designation of Registered Agent regarding the abovereferenced businesses and obtaining a certificate of status for each entity..

Yours truly Stephen M. Feidelman Enclosures: As stated



Via Federal Express



ARTICLES OF ORGANIZATION OF TECHREPS, L.L.C.

The undersigned, acting as an authorized representative of the initial members of the captioned limited liability company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company is TechReps, L.L.C. (called the "Company") and the mailing address and street address of its principal office is 650 S.E. 12th Street, Dania Beach, FL 33004.

ARTICLE II - EFFECTIVE DATE

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III - PURPOSE OF ORGANIZATION

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under the laws of Florida.

ARTICLE III - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the Company's initial registered agent are: Stephen M. Feidelman, Esq., 2134 Hollywood Boulevard, Hollywood, FL 33020.

ARTICLE IV - MANAGEMENT

<u>Manager Managed.</u> This 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 shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the 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 these managers will 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:

Name: Charles Coppla

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١.

Position: President

ARTICLE V - OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE VI - INDEMNIFICATION

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, have been met, then the Company shall indemnify any Manager or member, or former Manager or member, his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The remaining members may admit additional members only upon such terms and conditions of admission as shall be set forth in the limited liability company operating agreement for the company.

ARTICLE VIII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company may continue the 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 upon such terms and conditions as shall be set forth in the limited liability company operating agreement for the Company.

ature of a member or authorized representative of a 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.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §§608.415 and 608.507, *Florida Statutes*, TechReps, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates Stephen M. Feidelman, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State, and designates 2134 Hollywood Boulevard, Hollywood, FL 33020, the business of its Registered Agent, as its Registered Office in the state of Florida.

M. Feidelman, as Authorized Representative

Having been named as Registered Agent and to accept service of process for the above stated limited liability 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 statues 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.

•

phen M. Feidelman St

8-28 (Date)

