

Florida Department of State

L06000113470

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.

(((H06000282140 3)))



H060002821403ABCX

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 : PORTER, WRIGHT, MORRIS & ARTHUR
Account Number : 102233003533
Phone : (614) 227-1936
Fax Number : (239) 593-2990

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 NOV 27 AM 8:55

FLORIDA/FOREIGN LIMITED LIABILITY CO.**Long Equipment Finance, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

RECEIVED
06 NOV 27 PM 12:24
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

[Signature]
11/27/2006

**PORTER
WRIGHT
MORRIS &
ARTHUR LLP**
Attorneys and
Counselors at Law

5801 Pelican Bay Boulevard
Suite 300
Naples, Florida 34108-2709
Main Telephone #: 800-876-7962
Main Facsimile #: 239-593-2990

Facsimile Cover Sheet

SENDER'S FACSIMILE RECEIVING #: 239-593-2990

IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR OR IF YOU HAVE ANY PROBLEMS RECEIVING THIS COMMUNICATION, PLEASE CALL 239-593-2900 IMMEDIATELY. THANK YOU.

THE INFORMATION CONTAINED IN THIS COMMUNICATION IS CONFIDENTIAL AND SUBJECT TO ATTORNEY-CLIENT, WORK PRODUCT, OR OTHER LEGAL PRIVILEGE. THIS COMMUNICATION IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED AS RECIPIENT. IF THE READER OF THIS COMMUNICATION IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED.

Date: November 27, 2006 User: 3531 Client Matter #: 3999071-14943

TOTAL NUMBER OF PAGES INCLUDING COVER SHEET: 4

PLEASE DELIVER TO:

NAME	FIRM	FACSIMILE #:
1. Division of Corporations	Florida Dept. of State	850-205-0383
RE: Long Equipment Finance, LLC		
Fax Audit No. H060002821403		

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 NOV 27 AM 8:55

Comments:

Please file the attached regarding the above-referenced limited liability company:

1. Articles of Organization; and
2. Acceptance of Registered Agent.

We have requested a certificate of status and a certified copy of same.

Thank you.

From: Mary Beth M. Clary, Esq. Phone No. 239-593-2959

THE ORIGINAL OF THIS DOCUMENT WILL BE SENT BY:

☐ ORDINARY MAIL
☐ MESSENGER

☐ OVERNIGHT DELIVERY SERVICE
☒ THIS WILL BE THE ONLY FORM OF DELIVERY

ARTICLES OF ORGANIZATION
OF
LONG EQUIPMENT FINANCE, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be LONG EQUIPMENT FINANCE, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address of the Company is P.O. Box 856, Naples, Florida 34106. The street address of the initial principal office of the Company shall be 3170 South Horseshoe Drive, Naples, Florida 34104.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's operating agreement (the "Operating Agreement").

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are Mary Beth M. Clary, Esq., c/o Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Blvd., Suite 300, Naples, Florida 34108-2709.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous prior written consent of all members and on such terms and conditions as shall be approved by unanimous consent of all members. A member may transfer its interest in the Company only as set forth in the Operating Agreement of the Company.

ARTICLE VI -- WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company only upon the unanimous prior consent of all the nonwithdrawing members of the Company.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 NOV 27
AM 8:55

ARTICLE VII – TERMINATION OF EXISTENCE

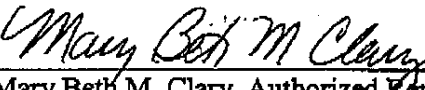
The Company shall be dissolved upon the occurrence of events specified in the Company's Operating Agreement.

ARTICLE VIII – MANAGEMENT

The Company shall be managed by a Manager(s) in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. A member of the Company may serve as the Manager. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. At the time that these Articles are executed, the Manager is as follows:

Randy M. Long, MMGR
P.O. Box 856
Naples, Florida 34106

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization in Naples, Florida, on this 27th day of November, 2006.


Mary Beth M. Clary, Authorized Representative

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 NOV 27 AM 8:55

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of LONG EQUIPMENT FINANCE, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accept the obligations of the position of registered agent.

Date: November 27, 2006.


Mary Beth M. Clary, Esq.