

Florida Department of State  
Division of Corporations  
Public Access System  
Electronic Filing Cover Sheet

**107000004353**

**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.**

(((H07000008722 3)))



H070000087223ABC

**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 : WILLIAMS SCHIFINO ANGIONE & STEADY, P.A.  
Account Number : I20000000216  
Phone : (813)221-2626  
Fax Number : (813)221-7335

**FLORIDA/FOREIGN LIMITED LIABILITY CO**

**IRS Profit, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED  
07 JAN 11 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
07 JAN 11 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

((H07000008722 3)))  
**ARTICLES OF ORGANIZATION**  
**OF**  
**IRS PROFIT, LLC**

A Florida Limited Liability Company

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I — Name**

The name of the limited liability company (hereinafter referred to as the "Company") is:

IRS PROFIT, LLC

**ARTICLE II — Address**

The street address of the principal office and the mailing address of the Company is:

4904 Eisenhower Blvd., Suite 150  
Tampa, Florida 33634

**ARTICLE III — Registered Agent**

The name and the Florida street address of the initial registered agent are:

John A. Schifino, Esq.  
Williams Schifino Mangione & Steady, P.A.  
One Tampa City Center, Suite 3200  
Tampa, Florida 33602

((H07000008722 3)))

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JAN 11 11:10:19

FILED

(((H07000008722 3)))

**ARTICLE IV — Management**

The Company is to be managed by its managers, and is therefore a manager-managed limited liability company. The name and address of the initial manager of the Company is as follows:

**Name:**

ED1 Asset Management, Inc.

**Address:**4904 Eisenhower Blvd., Suite 150  
Tampa, Florida 33634**ARTICLE V — Operating Agreement**

Any Operating Agreement, as defined in Section 608.402(24) of the Florida Limited Liability Company Act ("FLLCA"), relating to the Company, must be in writing and signed by all of its members.

**ARTICLE VI — Limitation on Agency Authority of Members**

Pursuant to Section 608.4235 of FLLCA, no member of the Company shall be an agent of the Company solely by virtue of being a member.

**ARTICLE VII — Date of Existence**

Pursuant to Section 608.409(1) of FLLCA, the existence of the Company shall commence effective upon the acceptance of the filing hereof by the Florida Department of State.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 10<sup>th</sup> day of January 2007.

  
 John A. Schifino, Authorized Representative

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.

  
 John A. Schifino

(((H07000008722 3)))

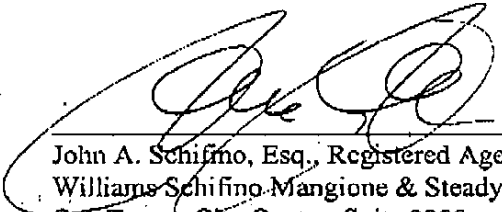
FILED  
07 JAN 1 10:10:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

((H07000008722 3))

**STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT**

I hereby accept the designation as registered agent to accept service of process for IRS PROFIT, LLC at the place designated in this statement below. 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 under Chapter 608, Florida Statutes.

IN WITNESS WHEREOF, I have signed this Statement Accepting Appointment as Registered Agent this 10<sup>th</sup> day of January 2007.

  
John A. Schifino, Esq., Registered Agent  
Williams Schifino Mangione & Steady, P.A.  
One Tampa City Center, Suite 3200  
Tampa, Florida 33602

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

  
John A. Schifino

((H07000008722 3))

Witness:178794

**FILED**  
07 JAN 11 10:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA