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#### **COVER LETTER**

TO: Registration Se Division of Cor					
SUBJECT: FS	R Leasing Group,	LLC f Liability Compa	uny)		
The enclosed Articles of	Organization and fee(s) are so	ubmitted for filing	ļ.		
Please return all correspond	ondence concerning this matte	r to the following	;		
Trey Goo					
	(1	Vame of Person)			
Penningto	on, Moore, Wilkins		& Dunba	r, PA	
	(	Firm/Company)			
PO Box 1	10095				
		(Address)			
Tallahas	see, FL 32302				
	(City	State and Zip Code	:)		
For further information of	concerning this matter, please	call:			
Trey Goodwin <sub>at (</sub> 850 ) 222-3533				33	
	(Name of Person)		at ( 850 ) 222-3533 (Area Code & Daytime Telephone Number)		
Enclosed is a check fo	r the following amount:				
\$125.00 Filing Fee	\$130.00 Filing Fee & Certificate of Status	\$155.00 Fi Certified Copy (additional copy	у	S160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)	
	Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street/Courier Address Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle			

FILED

## ARTICLES OF ORGANIZATION OF FSR LEASING GROUP, LLC

O7 JAN 26 PM 2: 56 SECRETARY OF STALE

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

#### 1. <u>NAME</u>.

The name of the Limited Liability Company is FSR LEASING GROUP, LLC (hereinafter referred to as the "Company").

#### 2. PERIOD OF DURATION.

The period of duration of the Company shall not exceed the maximum term permitted under the Florida Limited Liability Company Act. The Company may be dissolved sooner, however, as provided in the Florida Limited Liability Company Act or the written Operating Agreement to be executed by all of the Members of the Company.

#### 3. <u>PURPOSE</u>.

The purpose for which the Company is organized is to own, manage and lease rental space and to engage in any and all businesses and activities permitted by the 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. ADDRESS OF PLACE OF BUSINESS.

The mailing address for the Company is P.O. Box 1548, Tallahassee, FL 32302. The address of the principal place of business in Florida is 106 East College Avenue, Suite 600, Tallahassee, FL 32302. Such addresses may be changed from time to time as provided in the Operating Agreement.

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#### 5. REGISTERED AGENT.

The initial registered agent in Florida for the Company is Paul Mercer Fearington Jr., and the initial registered office is located at 106 East College Avenue, Suite 600, Tallahassee, FL 32302.

#### 6. <u>INITIAL CAPITAL CONTRIBUTIONS.</u>

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: One Hundred Fifty and No/100 Dollars (\$150.00) in cash.

#### 7. <u>ADDITIONAL CONTRIBUTIONS</u>.

The total additional contributions, if any, agreed to be made by all Members and the times at which such contributions shall be made, are as follows: No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made as provided in the Operating Agreement.

#### 8. <u>CONTINUITY OF BUSINESS.</u>

Upon 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 Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company.

#### 9. **MANAGEMENT**.

The Company shall be member-managed as is more fully described in the Operating Agreement.

#### 10. **INDEMNIFICATION.**

Unless expressly agreed otherwise in writing by all of the Members, the Company shall indemnify any Member-Manager or former Member-Manager to the full extent permitted under the Florida Limited Liability Company Act.

#### 11. EFFECTIVE TIME.

These Articles shall be effective when filed with the Florida Department of State.

Executed this 26th day of Language, 2007.

Clark Smath, Member

ipton Ralston, Member

TE OF FLORIDA **COUNTY OF LEON** 

The foregoing instrument was acknowledged before me this  $\sqrt{U^{2}}$ 2007, by Paul Mercer Fearington Jr., James Clark Smith, and Foyt Tipton Ralston as Members of FSR Leasing Group, LLC, on behalf of the company. They are personally known to me or have produced as identification.

Expires February 15, 2009 Bonded Tray Fain - Insurance, Inc. 800, 385-7019

- STATE OF FLORIDA

Print, Type or Stamp Name of Notary Public

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the company is: FSR Leasing Group, LLC
- 2. The name and address of the registered agent and office is:

Paul Mercer Fearington Jr. (NAME)

106 East College Avenue, Suite 600 (P.O. BOX NOT ACCEPTABLE)

Tallahassee, FL 32302 (CITY/STATE/ZIP)

By:

Paul Mercer Fearington Jr., Member

Date:

1.26.07

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 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.

SIGNATURE

DATE 1-26.07

**REGISTERED AGENT FILING FEE: \$25.00**