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KIRK T. BAUER MATTHEW GABLE A Professional Association

POST OFFICE BOX 459 223 SOUTH WOODLAND BOULEVARD DCLAND, FLORIDA 32721-0459

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April 18, 2007

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: SLAW, LLC

Dear Sirs:

# Enclosed please find the following:

- Original Articles of Organization of SLAW, LLC
- 2. Original Certificate of Designation of Registered Agent/Registered Office
  - 3. Conformed copies of each of the above documents
- 4. Check in the amount of \$125.00 for the filing fee and designation of agent made payable to the State of Florida.

Please file the enclosed documents immediately for SLAW, LLC. If you need any additional information or documents, please contact me at the above number or address. Thank you for your time and attention to this matter.

Very sincerely yours, BAUER & ASSOCIATES

TELEPHONE: (386) 734-3313

FAX: (386) 738-0424

Attorneys at Law, P.A.

kirk T. Bauei

KTB:mh Enclosure

# ARTICLES OF ORGANIZATION OF SLAW, LLC

## Article I

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

# Article II

The mailing and street address of the Company's principal office is 319 W. Minnesota Avenue, DeLand, Florida 32720. The members shall have the power and authority to establish branch offices, or to change the location of the principal office, to such other places as the members may designate.

#### Article III

The period of duration for the Company is perpetual.

# **Article IV**

The name of the Company's initial registered agent in Florida is Chris Kemp. The address of the Company's registered office in Florida is 319 W. Minnesota Avenue, DeLand, Florida 32720.

#### Article V

The Company is to be managed by a manager. The Initial Manager is:

Chris Kemp 319 W. Minnesota Avenue DeLand, Florida 32720

#### Article VI

The Initial Members of the Company are:

Chris Kemp 319 W. Minnesota Avenue DeLand, Florida 32720

Mark Sepe 333 S. Stone Street DeLand, Florida 32720 2007 APR 23 PH 1:27
SECRETARY OF STATE

# Vincent Matassa 3916 Basswood Road St. Louis Park, Minnesota 55416

## **Article VII**

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

# **Article VIII**

The remaining members of the Company have the right to 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 Company as provided in the Company's Operating Agreement.

# **Article IX**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company is vested entirely in the Members and any such adoption, alteration, amendment or repeal must be done by unanimous written consent of the Members.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 17<sup>th</sup> day of April 2007, at DeLand, Florida.

Chris Kemp, Manager

# <u>CERTIFICATE OF DESIGNATION OF</u> REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the limited liability company is SLAW, LLC.
- 2. The name and address of the Registered Agent and Office is:

CHRIS KEMP 319 W. Minnesota Avenue DeLand, Florida 32720

SLAW, ELQ

Offris/Kemp/, Manager

Having been named as Registered Agent to accept service of process for the above-named 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.

Dated:

Çhris Kemp

2007 APR 23 PM 1:28
SECRETARY OF STATE
TALLAHASSEF FINATE