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OZARK, PERRON & NELSON, P.A.

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DAMIAN M. OZARK* ANDRE R. PERRON+** MARK A NELSON.

+Board Certified in Business Litigation *Also Admitted in MS and CO Certified Circuit Court Mediator **Also Admitted in NH

September 12, 2007

Secretary of State **Division of Corporations** 409 E. Gaines Street Tallahassee, Florida 32399

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SYRACUSE CAPITAL, LLC Re:

Dear Sir:

-115EP 13 AMID: 37 Enclosed please find the original and one copy of the Articles of Organization on SYRACUSE CAPITAL, LLC. I am also enclosing this firm's check in the amount of \$125.00 for the filing fee.

Should you have any questions or require any additional documentation, please do not hesitate to contact this office.

Sincerely,

OZARK, PERRON & NELSON, P.A.

By:

Andre R. Perron

ARP/vy Enclosure(s)

ARTICLES OF ORGANIZATION OF_SYRACUSE CAPITAL, LLC

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE 1- Name.

The name of the Limited Liability Company ARTICLE 2 - Principal Office or Mailing Address. The principal office and mailing address of the Limited Liability Company To THE

is:

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Syracuse Capital LLC 512 25th Street West Bradenton, FL 34205

ARTICLE 3-Duration.

The period of duration of the Limited Liability Company is to the date of final dissolution.

ARTICLE 4- Purpose.

The general purposes for which the Limited Liability Company is organized are the following:

- A. To engage in and transact any lawful business for which Limited Liability Company may be incorporated under the Florida Limited Liability Act. No other purpose limits this general purpose in any way.
- All general purposes including operating and conducting various B.

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business enterprises.

C. To do such other things as are incidental to the purposes of the Limited Liability Company or necessary or desirable in order to accomplish them.

ARTICLE 5 - Initial Registered Office and Agent.

The street address of the initial Registered Agent of the Limited Liability

Company is:

Andre R. Perron, Esquire OZARK, PERRON & NELSON, P.A. 2816 Manatee Avenue West Bradenton, Florida 34205



ARTICLE 6- Organizer.

The name and address of the Organizer is:

Gregg Guinta 512 25th Street West Bradenton, FL 34205

ARTICLE 7- Membership.

The Members may admit additional Members in accordance with its

Operating Agreement.

ARTICLE 8- Death of Member

The remaining Members of the Limited Liability Company shall 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 Limited Liability Company.

ARTICLE 9. Management.

The Management of the Limited Liability Company is reserved to one or more Managers. The initial Managing Member is Gregg Guinta, 512 25th Street West, Bradenton, FL 34205.

ARTICLE 10- Amendment.

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the Members is subject to this reservation.

ARTICLE 11- Indemnification.

The Limited Liability Company shall indemnify each Member, includ former Members, to the full extent permitted by law.

ARTICLE 12- Commencement of Limited Liability Company Existence.

In accordance with Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of execution by the Organizer of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of filing by the Secretary of State.

ARTICLE 13 - Certificate of Ownership.

A Members interest in the Limited Liability Company may be evidenced by a Certificate of Membership Interest signed by the Managing Member which may be assigned or transferred only in accordance with the Operating Agreement.

<u>ARTICLE 14 - Federal Tax Treatment.</u>

The Limited Liability Company is intended to be treated as a partnership for

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the purposes of federal income taxation.

IN WITNESS WHEREOF, the undersigned Organizer has signed these Articles of Organization on this 12th day of September, 2007.

Managing Member

CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT

CEP 13 HIM The undersigned hereby accepts the appointment as Registered Agent Limited Liability Company, which is contained in the foregoing Articles of Organization, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated this 12th day of September, 2007.

Andre R. Perron, Esquire