

SEP-26-07 04:22PM FROM-

T-001 P 01/004

# L070000098260

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**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.**

((H07000240455 3)))



H070002404553ABC.

**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 : AKERMAN SENTERFITT - TAMPA  
Account Number : I20000000249  
Phone : (813) 223-7333  
Fax Number : (813) 223-2837

## FLORIDA/FOREIGN LIMITED LIABILITY CO.

### POWERPLAY TRANSITION, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing Menu

Help

((H07000240455 3)))

<https://efile.sunbiz.org/scripts/efilcovr.exe>

T Hampton SEP 27 2007

RECEIVED

07 SEP 26 PM 4:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 SEP 26 AM 8:31

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION  
OF  
POWERPLAY TRANSITION, LLC**

---

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the Company shall be: **POWERPLAY TRANSITION, LLC.**

**ARTICLE II  
ADDRESS AND PLACE OF BUSINESS**

The address of the principal office and the mailing address of this Company shall be:

**Principal Office**

6704 Benjamin Road  
Suite 100  
Tampa, FL 33634  
Attn: Milind Bharvirkar

**Mailing Address**

6704 Benjamin Road  
Suite 100  
Tampa, FL 33634  
Attn: Milind Bharvirkar

**ARTICLE III  
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE IV  
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

07 SEP 26 AM 8:31

SECRETARY OF STATE  
DIVISION OF CORPORATE FILINGS

*Articles of Organization  
PowerPlay Transition, LLC*

**ARTICLE V  
MANAGEMENT**

All powers of the Company shall be exercised by or under the authority of the manager and, except as otherwise provided in the operating agreement of the Company, if any ("Operating Agreement"), the business and affairs of the Company shall be managed by or under the direction of the manager. The members may appoint one or more managers and grant them such authority as specifically provided by statute or by the Operating Agreement. The initial manager shall be PowerPlay Management, Inc., and its mailing address is 6704 Benjamin Road, Suite 100, Tampa, FL 33634, Attn: Milind Bharvirkar.

**ARTICLE VI  
RIGHT TO CONTINUE BUSINESS**

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 not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

**ARTICLE VII  
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in an operating agreement or other agreement adopted by the members.

**ARTICLE VIII  
OPERATING AGREEMENT**

The members of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as the "Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

**ARTICLE IX  
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 401 East Jackson Street, Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent is American Information Services, Inc. The Company may change its registered office or its

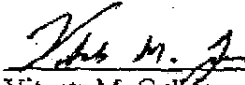
*Articles c*  
*PowerPlay Transition, LLC*

registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE X**  
**ACKNOWLEDGMENT**

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of **PowerPlay Transition, LLC**. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 26<sup>th</sup> day of September, 2007.


  
Vitauts M. Gulbis  
Authorized Representative

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of **POWERPLAY TRANSITION, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations set forth in Section 608.415, Florida Statutes.

EXECUTED this 26 day of September, 2007.

AMERICAN INFORMATION SERVICES,  
INC. a Florida corporation

By:   
Print Name: Joseph Rugg  
Print Title: Vice President