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TIL AHASSEE ELOPINA TIL AHASSEE ELOPINA

Donald L. Dempsey, II, P.A.

Attorney & Counselor at Law

4321 Roosevelt Blvd. Jacksonville, FL 32210

904-387-5262 Fax: 904-387-5263

October 8, 2007

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 (850) 245-6051

Re: TOTAL IMPROVEMENT GROUP, LLC

Dear Sir of Madam:

Enclosed, please find Articles of Organization and Designation of Registered Agent with filing fees for the above-referenced business. Please return all correspondence concerning this matter to the following individual:

Donald L. Dempsey, II, Esquire Donald L. Dempsey, II, P.A. 4321 Roosevelt Blvd. Jacksonville, FL 32210

For further information concerning this matter, please call Donald L. Dempsey, II or his legal assistant, Erik L. Dempsey at (904) 387-5262. Enclosed is a check for the following amount: \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed). Thanks in advance for your timely response in addressing this matter. If you have any questions, please do not hesitate to contact my office at the address listed above.

Very truly yours,

Donald L. Dempsey, II

Enclosures

ARTICLES OF ORGANIZATION OF TOTAL IMPROVEMENT GROUP, LLC

ARTICLE I NAME & ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company is TOTAL IMPROVEMENT GROUP, LLC.

The mailing address and street address of the principal office for this LLC is 5015 Jacobs

Avenue, Suite A, Jacksonville, FL 32205.

ARTICLE II NATURE OF BUSINESS

Total Improvement Group, LLC is organized for the purpose of and engaging in any or all lawful activities for which a limited liability company, including but not limited to activities concerning the improvement of both commercial and residential properties, structures and buildings as permitted under the laws of the United States, the State of Florida and any other state, country, territory or nation. All of the foregoing in this article shall be construed as both objects and powers of Total Improvement Group, LLC. The enumeration of powers and purposes is not intended to restrict or limit in any way the powers or purposes of this LLC.

ARTICLE III MEMBER-MANAGED LIMITED LIABILITY COMPANY

Total Improvement Group, LLC shall be a member-managed limited liability company.

Decisions concerning the business and affairs of the LLC shall be made by the following managing members("MGRM" = Managing Member):

- A. MGRM-Donald L. Dempsey, II, 5015 Jacobs Avenue, Jacksonville, FL 32205.
- B. MGRM-Curtis J. Brooks, Sr., 5015 Jacobs Avenue, Jacksonville, FL 32205.

ARTICLE IV TERM OF EXISTENCE

The LLC shall be dissolved when its last remaining member is disassociated.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this LLC in the State of Florida is 4321 Roosevelt Boulevard,

Jacksonville, Florida 32202 and the name of the initial registered agent of this LLC at that

address is Donald L. Dempsey, II, Esquire. The managing member and members of the LLC

may, from time to time, change the registered agent or move the registered office to any other

address in Florida.

ARTICLE VI INITIAL MEMBERS OF TOTAL IMPROVEMENT GROUP, LLC

- 1. a) CURTIS J. BROOKS, SR., an individual, a resident of the State of Florida residing at 5015 Jacobs Avenue, Jacksonville, FL 32205;
- b) DONALD L. DEMPSEY, II, an individual, a resident of the State of Florida residing at 5015 Jacobs Avenue, Jacksonville, FL 32205;
- 2. The members shall be disassociated upon death. The member shall also be disassociated

upon assigning his entire interest in the LLC.

- 3. The member shall not be disassociated upon incurring bankruptcy.
- 4. If the member is adjudged incompetent or is otherwise unable to manage the LLC, the LLC shall be managed by the members legally appointed representative.

ARTICLE VII AMENDMENTS

These Articles of Organization may be amended in the manner provided by the operating agreement for Total Improvement Group, LLC and the laws for the Stat e of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this day of October, 2007.

(SEAL)

STATE OF FLORIDA) COUNTY OF DUVAL)

BEFORE ME personally appeared <u>Curtis J. Brooks</u>. Who produced to me for identification <u>Floring Legisted</u> described in and who executed the foregoing Articles of Organization of Total Improvement Group, LLC and who executed the foregoing Articles of Organization for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this Aday of October, 2007.

Notary Public, State of Florida

at large

My Commission Expires:

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF TOTAL IMPROVEMENT GROUP, LLC

Pursuant to Sections 608.415, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon TOTAL IMPROVEMENT GROUP, LLC a limited liability company organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the abovenamed limited liability company, does hereby confirm that he is familiar with and accepts the obligations of the registered agent as provided for in Chapter 608 fo the Florida Statutes, and does hereby agree to comply with the provisions of Section 608.415, Florida Statutes relative to keeping open the Registered Office of said LLC, which Registered Office is located at 4321 Roosevelt Boulevard, Jacksonville, FL 32210.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 2th day of October 2007.

Donald L. Dempsey, II, Esquire

Registered Agent

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