

L 07000108730

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

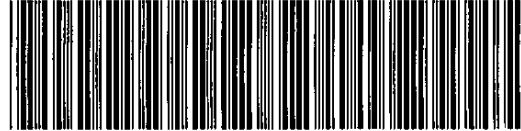
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07 OCT 25 AM 11:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

07 OCT 25 PM 4:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

11/1/08

WELLINGTON MANAGEMENT CORPORATION

750 Spirit 40 Park Drive
Chesterfield, Missouri 63005
(636) 537-8447 ~ Fax (636) 537-8446

October 22, 2007

EFFECTIVE DATE 11/1/08

FILED
07 OCT 25 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: Wellington Management Holdings, Inc.
Document #: P07000113439
Articles of Dissolution

To Whom It May Concern:

Please know that as owner and organizer of Wellington Management Holdings, Inc., that I am effectively dissolving the corporation that was recently setup.

In addition, I am giving permission to Wellington Management Holdings, LLC the right to use the name Wellington Management Holdings for the purpose of registering in the State of Florida.

Thanking you in advance for your cooperation in the above matter.

Sincerely,


John H. Rothert

JHR/ps

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Wellington Management

EFFECTIVE DATE 1/1/08

FILED
07 OCT 25 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

File 2nd

Signature

Requested by: AW

10/25

Name

Date

Time

Walk-In

Will Pick Up

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

EFFECTIVE DATE 1/1/08

ARTICLES OF ORGANIZATION

OF

WELLINGTON MANAGEMENT HOLDINGS, LLC

FILED
07 OCT 25 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is WELLINGTON MANAGEMENT HOLDINGS, LLC (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable 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 Wexford Business Suites, 27911 Crown Lake Boulevard, Suite 249, Bonita Springs, Florida, 34135 and the street address of the place of business for the Company is located at Wexford Business Suites, 27911 Crown Lake Boulevard, Suite 249, Bonita Springs, Florida, 34135. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is L&L PARA, LTD. CO., and the initial registered office is located at the Business & Law Building, 27911 Crown Lake Boulevard, Suite 209, Bonita Springs, Florida, 34135

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

**ARTICLES OF ORGANIZATION
OF**

WELLINGTON MANAGEMENT HOLDINGS, LLC

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management.

The overall management and control of the business and affairs of the Company shall be vested in a manager and the initial manager shall be John H. Rothert.

10. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

11. Effective Date

The effective date of this Company shall be January 1, 2008.

IN WITNESS WHEREOF, I, Monica Vondruska, have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 22 day of October, 2007.

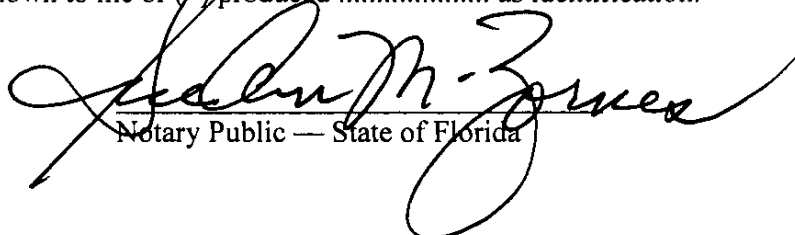


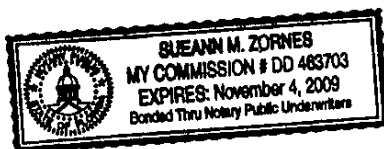
Monica Vondruska

Signature of Authorized Representative

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me on October 22, 2007, by Monica Vondruska, who ☒ is personally known to me or ☐ produced as identification.


Notary Public — State of Florida



ARTICLES OF ORGANIZATION
OF
WELLINGTON MANAGEMENT HOLDINGS, LLC

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

L&L PARA, LTD. CO., a
Florida limited liability company

By: Monica Vondruska
Monica Vondruska
Its: Manager

Date: October 22, 2007