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J. BRYAN

JAN - 4 2008

**EXAMINER** 

### Roosa, Sutton, Burandt, Adamski & Grossman, LLP

Attorneys and Counselors at Law

Robert C. Adamski Correspondent Richard V.S. Roosa Larry D. Sutton Robert B. Burandt Keith S. Grossman 1714 Cape Coral Parkway Cape Coral, Florida 33904 Telephone:239/542-4733

Facsimile: 239/542-9203

December 21, 2007

Secretary of State Divisions of Corporations PO Box 6327 Tailahassee, FL 32314

RE:

Filing of Articles of Organization

Deel Screen Partners, LLC

Dear Sirs:

Please accept the enclosed original and one copy of the Articles of Organization for filing. Enclosed also is our check in the amount of \$125.00 to cover the cost of filing fee and the registered agent fee.

Thank you for your help in this matter.

Very truly yours,

RCA/tb

Enclosure



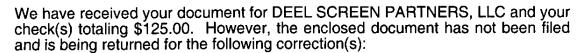
### FLORIDA DEPARTMENT OF STATE Division of Corporations

December 27, 2007

ROBERT C. ADAMSKI ROOSA, SUTTON, BURANDT, ADAMSKI & GROSSM 1714 CAPE CORAL PARKWAY CAPE CORAL, FL 33904

SUBJECT: DEEL SCREEN PARTNERS, LLC

Ref. Number: W07000062098



Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on December 26, 2007. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan Regulatory Specialist II Letter Number: 807A00071694

SECRETARY OF STATIONS
ON SECRETARY OF CORPORATIONS
ON JAN -3 PM 2: 26

### Deel Screen Partners, LLC

#### ARTICLES OF ORGANIZATION

The undersigned certifies that the members named herein have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida statutes Chapter 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Articles of Organization and authority for the conduct of business of the limited liability company.

#### ARTICLE I NAME

The name of this Limited Liability Company is Deel Screen Partners, LLC

### ARTICLE II FORMATION

This Company is formed upon filing of these Articles of Organization with the Florida Department of State.

#### ARTICLE III PRINCIPAL PLACE OF BUSINESS

The mailing address and the street address of the principal office of this Company is c/o Maria L. Deel, 11008 Lakeland Circle, Fort Myers, FL 33913, and the Company shall have the power and authority to relocate the principal office within the State of Florida and to establish branch offices at any other place or places as the members may designate.

### ARTICLE IV

This limited liability company shall have perpetual existence until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### ARTICLE V MANAGEMENT

This limited liability company shall be a manager-managed company.

#### ARTICLE VI ADMISSION OF MEMBERS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the

Articles of Organization, Page 1 of 4

limited company.

A member's interest in the liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

### ARTICLE VII BUSINESS CONTINUITY

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

### ARTICLE VIII PROFITS AND LOSSES

The sharing of profits and losses shall be in the manner provided by law and according duly adopted Regulations of the Company.

## ARTICLE IX POWERS OF THE COMPANY

This Company shall have all powers allowed under Florida statutes, Chapter 608, and otherwise allowed by the laws of the State of Florida and the United States of America

This Company if further authorized to do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, goals, and interests of the Company.

### ARTICLE X EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, two Managers who shall be members of this limited liability. Each Manager shall have equal rights in the management and conduct of the limited liability company's business, provided however, that any matter relating to the business of this limited liability company shall be decided by a majority of the Managers. This Article may be amended from time in the regulations of the limited liability company by a unanimous vote of the members of this limited liability company.

### ARTICLE XI INDEMNIFICATION

This limited liability company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he she is or was a manager or a managing member of the limited liability company or is or was serving at the request of the limited liability company as a

manager, managing member, officer, employee, or agent of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests or the limited liability company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any proceeding by judgement, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the limited liability company, or, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

This limited liability company shall indemnify any person, who was or is a party to any proceeding by or in the right of the limited liability company to procure a judgement its favor by reason of the fact that he or she is or was a manager, managing member, officer, employee, or agent of the limited liability company or is or was serving at the request of the limited liability company as a manager, managing member, director, officer, employee, or agent of another limited liability company, company, corporation, partnership, joint venture, trust, or other enterprise, against expenses and amounts paid in settlement not exceeding, in the judgment of a majority of the members, the estimated expense of litigating the proceeding to conclusion, actually and reasonably incurred in connection with the defense or settlement of such proceeding. including any appeal thereof. Such indemnification shall be authorized if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the limited liability company, except that no indemnification shall be made under this subsection in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable unless, and only to the extent that, the court in which such proceeding was brought, or any other court of competent jurisdiction, shall determine upon application of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

To the extent that any manager, managing member, officer, employee, or agent of a limited liability company has been successful on the merits or otherwise in defense of any proceeding referred to in this article, or in defense of any claim, issue, or matter therein, he or she shall be in indemnified against expenses actually and reasonably incurred by him or her in connection therewith.

### ARTICLE XII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 11008 Lakeland Circle, Fort Myers, FL 33913.

The name of the company's initial registered agent at that address is Maria L. Deel.

### **EXECUTION OF ARTICLES**

IN WITNESS WHEREOF, the undersigned, being a Member of this Limited Liability Company, for the purpose of formation of the Company as herein provided under the laws of the State of Florida, does make, under the penalties of perjury, subscribe, acknowledge and file the foregoing Articles of Organization, hereby certifying the facts herein above to be true, all being done this day of October, 2007.  Maria L. Deel
ACKNOWLEDGMENT BY NOTARY PUBLIC
STATE OF FLORIDA
COUNTY OF LEE
I HEREBY CERTIFY the foregoing instrument was acknowledged before me this day of December, 2007, by Maria L. Deel, who are personally known to me or who has produced as identification and who did (did not) take an oath.  KRISTEN FERGUSON Notary Public - State of Florida Notary Public - State of Florida Commission # DD 599039 Bonded By National Notary Assn.
CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT
CERTIFICATE OF ACCEPTANCE BY REGISTERED ACENT
THE UNDERSIGNED, pursuant to Florida Statutes, having been named to act as Registered Agent of the limited liability company known as <b>Deel Screen Partners</b> , <b>LLC</b> to accept service of process at <b>11008 Lakeland Circle</b> , <b>Fort Myers</b> , <b>FL 33913</b> , does hereby accept the appointment as Registered Agent of said Company, and states that he is familiar with the obligations of the position, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties.
DATED this // day of December, 2007.
by the day of becomber, 2007.
Marich Land
Maria L. Deel
ACKNOWLEDGMENT BY NOTARY PUBLIC
STATE OF FLORIDA
COUNTY OF LEE
this day of December, 2007, by Maria L. Deel, who are personally known to me which
has produced as identification and who did (did not) take an oath.
Notary Public

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### Deel Screen Partners, LLC

#### ARTICLES OF ORGANIZATION

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#### ARTICLE IV DURATION

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