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#### Law Offices of

## SYLVIA E. HELDRETH, P.A.

Certified Specialist – Real Estate Law The State Board of Florida Board of Legal Specialization Wills • Trusts • Estate Planning Probate Administration Incorporations • LLC Formations Condominium Law Mortgages • Refinances Title Insurance Closings

March 6, 2008

#### VIA OVERNIGHT DELIVERY

Registration Section
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Ecopoint-Consulting, LLC

Dear Sir/Madam:

The enclosed Articles of Organization is submitted for filing. Enclosed is our check in the antiquit of \$160.00 payable to the Florida Department of State. This check is to pay the filing fee (\$125), certified copy (\$30) and certificate of status (\$5). An additional copy is enclosed.

Please return all correspondence concerning this matter to the undersigned.

If you require further information or have any questions, please call.

Kind regards,

SEM/tas Enclosures

File No. 08-10047-O

1215 Miramar Street • Cape Coral, FL 33904 • Phone: 239-542-8899 • Fax: 239-542-2923 Website: www.heldrethlaw.com • Email: heldreth1@aol.com

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### OF ECOPOINT-CONSULTING, LLC

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 **ECOPOINT-CONSULTING**, **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 the limited liability company organized and existing by single of such laws.

#### 4. Address of Place of Business.

The mailing address for the Company is 2606 SW 41st Street, Cape Coral, FL 33914 and the street address of the place of business for the Company is 2606 SW 41st Street, Cape Coral, FL 33914. 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 James Timothy Blanton and the initial registered office is located at 2165 El Cerito Court, Punta Gorda, FL 33950.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designed in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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 as provided in Chapter 608, F.S.

James Timothy Blanton, Registered Agent

#### 6. <u>Capital Contributions</u>.

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.

#### 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. Management.

This Company will be managed by one or more managing members appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be a member-managed company. The initial managing members, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

#### Name and Address:

Position:

Henning Hilmer 2606 SW 41st Street Cape Coral, FL 33914

Managing Member

Myriam Hilmer 2606 SW 41st Street Cape Coral, FL 33914 Member

Executed at Cape Coral, Florida, on February <u>28</u>, 2008.

Henning Hilmer, Managing Member (In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)