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### **COVER LETTER**

TO:	Registration Division of C	ı Section Corporations		
SUBJI	ECT. EI	nvision Lighting Sys	stems, L.L.C	· ·
SUBJ	<u> </u>	<u> </u>	ted Liability Compa	
The en	closed Articles	of Organization and fee(s) are	submitted for filing	ŗ.
Please	return all corre	spondence concerning this mat	ter to the following	:
	James M	i. Ragano, Esq.		
			(Name of Person)	
	Dennen	Ragano, PLLC		
		·	(Firm/Company)	
	Post Offi	ce Box 2379		
		•	(Address)	
	Tampa, I	Florida 33601-2379	•	
		(Cit	ty/State and Zip Code	)
For fur	ther informatio	on concerning this matter, pleas	e call:	
		-		221 4520
James M. Ragano, Esq.  (Name of Person)		_ at (813)	221-4529 a & Daytime Telephone Number)	
_	sed is a check	for the following amount:  \$\Bigsim\\$130.00\text{ Filing Fee & Certificate of Status}\$	\$155.00 Filing Certified Cort (additional copy	g Fee & \$160.00 Filing Fee, by Certificate of Status &
		Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Registration Division of Clifton Bo 2661 Exe	on Section of Corporations uilding cutive Center Circle ee, FL 32301

#### ARTICLES OF ORGANIZATION OF

#### **ENVISION LIGHTING SYSTEMS, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, 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 Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Envision Lighting Systems, L.L.C., and its principal place of business shall be located at 9400 4<sup>th</sup> Street North, St. Petersburg, Florida 33702, but it shall have the power and authority to establish branch offices at any other place or places as the managing members may designate.

#### ARTICLE II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability is authorized to transact, shall be as follows:

- The purpose of this limited liability company is to conduct business in its broadest form.
- 2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- 3. To purchase or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.

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- 5. To exercise all or any of the professional limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
- 6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
- 7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.
- 8. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

#### ARTICLE III. 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, the managing members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company.

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#### ARTICLE IV. MANAGEMENT

Management of the limited liability company is reserved to its Managing Members, whose names and addresses are as follows:

MGRM

Gregory L. Hackman

10410 Elberton Ave. Thonotosassa, FL 33592

**MGRM** 

Anthony J. Meyer

28 Timberland Circle North

Ft. Myers, FL 33919

**MGRM** 

Carl A. Guggino

3305 San Pedro St. Tampa, FL 33629

#### ARTICLE V. NON-MANAGING MEMBERS

The non-managing members of the limited liability company are as follows:

Daniel P. Hackman 4120 Key Thatch Dr. Tampa, FL 33610

Joseph J. Meyer 28 Timberland Circle North Ft. Myers, FL 33919

#### ARTICLE VI. MEMBERSHIP RESTRICTIONS

Managing members shall have the exclusive right to admit new non-managing members and new managing members by unanimous consent. Contributions required of new non-managing members and new managing members shall be determined as of the time of admission to the limited liability company. A member's interest in the liability company.

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may not be sold or otherwise transferred except with the written consent of all managing members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, 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 managing members.

#### ARTICLE VII. DURATION

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

## ARTICLE VIII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 201 Waldo Ave., Lehigh Acres, FL 33971, and the name of the company's initial registered agent at that address is Anthony J. Meyer.

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated 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 for in Chapter 608, Florida Statutes.

ANTHONY J. MEYER

201 Waldo Áve.

Lehigh Acres, FL 33971

SECRE INTEREST STATE

The undersigned, being original managing members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Envision Lighting Systems, L.L.C.

Executed by the undersigned on this 24 day of June, 2008

Gregory L. Hackman 10410 Elberton Ave.

Thonotosassa, FL 33592

Anthony J. Meyer

28 Timberland Circle North

Ft. Myers, EL A3919

Carl A. Guggino

3305 San Pedro St.

Tampa, FL 33629

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SECKETARY OF BATE