

LO8000087793

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

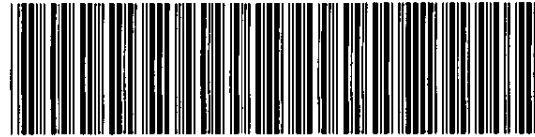
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400135841944

RECEIVED  
08 SEP 16 PM 1:44  
LETTERS AND DOCUMENTS  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
08 SEP 16 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

SEP 16 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 723882 134074A

AUTHORIZATION :

*[Handwritten signature]*

COST LIMIT : \$ 155.00

FILED  
08 SEP 16 PM 2:35  
TALLAHASSEE, FLORIDA

ORDER DATE : September 16, 2008

ORDER TIME : 1:15 PM

ORDER NO. : 723882-005

CUSTOMER NO: 134074A

DOMESTIC FILING

NAME: IMAGEWORKS SIGNS & GRAPHICS,  
LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY

OF

IMAGEWORKS SIGNS & GRAPHICS, LLC

FILED  
08 SEP 16 PM 2:35  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles of Organization ("Articles"), hereby certifies that:

**ARTICLE I - Name**

The name of the Limited Liability Company is "IMAGEWORKS SIGNS & GRAPHICS, LLC" (hereinafter the "Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Limited Liability Company is:

4600 NW 5<sup>th</sup> Lane  
Boca Raton, Florida 33431

**ARTICLE III - Duration**

The period of duration for the Limited Liability Company shall be: **Perpetual**.

**ARTICLE IV - Management**

The Limited Liability Company is to be managed by the Managing Member ("Managing Member") who is as follows:

Timothy Sias  
4600 NW 5<sup>th</sup> Lane  
Boca Raton, Florida 33431

**ARTICLE V - Admission of Additional Members**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be governed by the operating agreement adopted by all members.

**ARTICLE VI - Members' Rights to Continue Business**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or

the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be governed by the operating agreement adopted by all members.

#### **ARTICLE VII - Limitation on Agency Authority of Members**

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, (hereinafter the "**Act**") no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

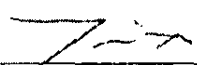
#### **ARTICLE VIII - Indemnification**

The Company shall indemnify, and advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was a managing member of the Company or is or was serving at the request of the Company as a member, director or officer of another corporation or limited liability company. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the members of the Company shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an employee or agent of the Company, or is or was serving at the request of the Company as an employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a managing member of the Company, or any person who is or was serving at the request of the Company as a director or officer or member of another company, corporation, no employee or agent of the Company may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

#### **ARTICLE IX - Operating Agreement**

Any Operating Agreement (as defined in Section § 608.402(24) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 16<sup>th</sup> day of September, 2008.

  
\_\_\_\_\_  
Timothy Sias, Member and Managing Member

Signature of a member or authorized representative of a member  
(In accordance with Section §608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the company is:

**IMAGWORKS SIGNS & GRAPHICS, LLC**  
**4600 NW 5<sup>th</sup> Lane**  
**Boca Raton, Florida 33431**

2. The name and address of the registered agent and office is:

**Timothy Sias**  
**4600 NW 5<sup>th</sup> Lane**  
**Boca Raton, Florida 33431**

Having been named as registered agent and 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.

By: Timothy Sias  
Timothy Sias, Registered Agent

September 16, 2008  
Date

STATE OF FLORIDA                    }  
                                                  } ss  
COUNTY OF PALM BEACH        }

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Timothy Sias, who is personally known to me ( ) or who did furnish his Florida Driver's License for identification, and who acknowledged executing the foregoing Designation and Acceptance as Registered Agent, freely and voluntarily for the purposes therein stated.

**WITNESS** my hand and official seal in the County and State last aforesaid this 16<sup>th</sup> day of September, 2008.

Michael D. Kayne  
NOTARY PUBLIC



Notary Public, State of Florida  
Michael D. Kayne  
My Commission Expires 09/16/2011