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COVER LETTER

TO: Registration Section Division of Corporations
SUBJECT: KILWAN, LLC
(Name of Limited Liability Company)
The enclosed Articles of Organization and fee(s) are submitted for filing.
Please return all correspondence concerning this matter to the following:
Jennifer Raybon (Name of Person)
Fussell Law Firm, PA
Lo36 W. Yale Street (Address)
Orlando, FL 32804 (City/State and Zip Code)
For further information concerning this matter, please call:
Jennifer Raybon at (407) 472-6686 (Name of Person) (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:
\$125.00 Filing Fee \$\ \text{Certificate of Status}\$\$ 130.00 Filing Fee \$\ \text{Certified Copy}\$\$ (additional copy is enclosed) \$\ \text{Certified Copy}\$\$ (additional copy is enclosed)
Mailing Address Street/Courier Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

ARTICLES OF ORGANIZATION

OF

KILWAN, LLC

These Articles of Organization are made for the purpose s of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608.

ARTICLE I - NAME

The name of this limited liability company is KILWAN, LLC ("Company").

ARTICLE II - DURATION

The existence of this limited liability company shall commence upon the filing of these Articles with the Florida Department of State Division of Corporations and shall continue the earlier of 99 years from the date these Articles are filed with the Florida Department of State or the occurrence of any of the events specified in Florida Statutes, Section 608.441, unless continued by the unanimous consent of all the remaining members.

ARTICLE III - PURPOSE

This limited liability company is organized for the transaction of any and all lawful business.

ARTICLE IV - POWERS

This limited liability company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The physical location and mailing address of the place of business of the Company is 4151 O'Berry Road, Kissimmee, Florida 34746.

ARTICLE VI - REGISTERED AGENT

The name and address of the initial registered agent of the Company is Scott Kilmer, 4151 O'Berry Road, Kissimmee, Florida 34746.

ARTICLE VII - MEMBERS

Names and addresses of all members are as follows:

1. MGRM

Scott Kilmer

4151 O'Berry Road

Kissimmee, Florida 34746

2. MGRM

David F. Cowan

15001 Belmont Drive Orlando, Florida 32806

ARTICLE VIII - CONTRIBUTIONS

Contributions of cash or property may be made from time to time to the Company upon agreement of all members.

ARTICLE IX - ADMISSION OF MEMBERS

Members may be admitted from time to time upon the unanimous written consent of all members of the Company. The terms and conditions of such admissions shall be adopted by unanimous consent of all the members of this Company.

ARTICLE X - TERMINATION OF MEMBERSHIP

If a member dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy or upon the occurrence of any other event which terminates the continued membership of the member in the Company, the remaining members may by a majority vote, evidenced by written agreement, continue the business of the Company.

ARTICLE XI - REGULATIONS

The members may adopt, alter, amend or repeal regulations containing provisions for the management and regulation of the affairs of the Company, provided that such regulations are consistent with the laws of the State of Florida or the Articles of Organization.

ARTICLE XII - DISSOLUTION

The company shall be dissolved upon the occurrence of any of the following events:

- a. When the period established in Article II hereof for the duration of this limited liability company expires;
- b. By the unanimous written agreement of all members; or
- c. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event under law that would terminate the limited liability company, unless by a majority vote of the remaining members of this limited liability company consent in writing to continue the Company, or unless otherwise provided in these Articles of Organization or Operating Agreement entered into by the Members.

ARTICLE XIII - TRANSFER OF MEMBERSHIP INTEREST

No member may transfer his, her or its membership interest or any portion thereof without the prior written consent of all other members of the Company unless otherwise provided in the Operating Agreement.

ARTICLE XIV - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provisions containing these Articles of Organization or any amendment thereto.

IN WITNESS WHEREOF, the undersigned member executed these Articles of Organization effective as of January 8th, 2009.

Scott Kilmer, Member

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me this 8th day of Januar

2009, by Scott Kilmer, Member of KILWAN, LLC whom is known personally to me

My Commission Expires:

Articles of Organization KILWAN, LLC Page 4

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR KILWAN, LLC A Florida Limited Liability Company

Having been named as registered agent for KILWAN, LLC a Florida limited liability company ("Company"), in the foregoing Articles of Organization, I hereby accept the appointment as registered agent and agree to act in the 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 of the Florida Statutes.

REGISTERED AGENT

By: <u>//////</u>