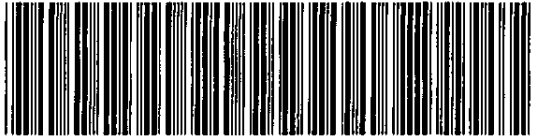


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EXAMINER

# OZARK, PERRON & NELSON, P.A.

## Attorneys At Law

2816 Manatee Avenue West  
Bradenton, Florida 34205  
Telephone: (941) 750-9760  
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DAMIAN M. OZARK\*  
ANDRE R. PERRON\*\*  
MARK A. NELSON■

+Board Certified in Business Litigation  
\*Also Admitted in MS and CO  
■Certified Circuit Court Mediator  
\*\*Also Admitted in NH

July 2, 2009

Secretary of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

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**Re: MEM CONSULTING GROUP, LLC**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization on MEM Consulting Group, LLC. I am also enclosing this firm's check in the amount of \$130.00 to cover the filing fee along with a Certificate of Status.

Should you have any questions or require any additional documentation, please do not hesitate to contact this office.

Sincerely,

**OZARK, PERRON & NELSON, P.A.**



Andre R. Perron

ARP/mbr  
Enclosures

**ARTICLES OF ORGANIZATION  
OF MEM CONSULTING GROUP, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

**ARTICLE 1. Name.**

The name of the Limited Liability Company is **MEM CONSULTING GROUP, LLC,**

**ARTICLE 2. Principal Office or Mailing Address.**

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

MEM CONSULTING GROUP, LLC  
7708 DeSoto Memorial Avenue  
Bradenton, Florida 34209

**ARTICLE 3. Duration.**

The period of duration of the Limited Liability Company is to the date of final dissolution.

**ARTICLE 4. Purpose.**

The general purposes for which the Limited Liability Company is organized are the following:

- A. To engage in and transact any lawful business for which Limited Liability Company may be incorporated under the Florida Limited Liability Act. No other purpose limits this general purpose in any way.

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- B. All general purposes including operating and conducting various business enterprises.
- C. To do such other things as are incidental to the purposes of the Limited Liability Company or necessary or desirable in order to accomplish them.

**ARTICLE 5. Initial Registered Office and Agent.**

The street address of the initial Registered Agent of the Limited Liability Company is:

Damian M. Ozark, Esquire  
**OZARK, PERRON & NELSON, P.A.**  
2816 Manatee Avenue West  
Bradenton, Florida 34205

**ARTICLE 6. Organizer.**

The name and address of the Organizer is:

Michael E. Marciniak  
7708 DeSoto Memorial Avenue  
Bradenton, Florida 34209

**ARTICLE 7. Membership.**

The Members may admit additional Members in accordance with its Operating Agreement.

**ARTICLE 8. Death of Member**

The remaining Members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the

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occurrence of any other event which terminates the continued Membership of a Member in the Limited Liability Company.

**ARTICLE 9. Management.**

The Management of the Limited Liability Company is reserved to one or more Managers. The sole member and Managing Member is Michael E. Marciniak, 7708 DeSoto Memorial Avenue, Bradenton, Florida, 34209.

**ARTICLE 10. Amendment.**

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the Members is subject to this reservation.

**ARTICLE 11. Indemnification.**

The Limited Liability Company shall indemnify each Member including former Members, to the full extent permitted by law.

**ARTICLE 12.**

**Commencement of Limited Liability Company Existence.**

In accordance with Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of execution by the Organizer of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of filing by the Secretary of State.

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**ARTICLE 13. Certificate of Ownership.**

A Members interest in the Limited Liability Company may be evidenced by a Certificate of Membership Interest signed by the Managing Member which may be assigned or transferred only in accordance with the Operating Agreement.

**ARTICLE 14. Federal Tax Treatment.**

The Limited Liability Company is intended to be treated as a partnership for the purposes of federal income taxation.

**IN WITNESS WHEREOF**, the undersigned Organizer has signed these Articles of Organization on this 1<sup>st</sup> day of July, 2009.

**MEM CONSULTING GROUP, LLC**

By: *Michael E. Marciniak*  
MICHAEL E. MARCINIAK  
Managing Member

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**CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of Limited Liability Company, which is contained in the foregoing Articles of Organization, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated this 2<sup>nd</sup> day of July, 2009.



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Damian M. Ozark  
OZARK, PERRON & NELSON, P.A.  
2816 Manatee Avenue West  
Bradenton, Florida 34205  
941.750.9760

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