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Quarles, Elaine J

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Division of Corporations

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Florida Department of State
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FLORIDA/FOREIGN LIMITED LIABILITY CO.
MRC Consulting, LLC

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January 13, 2010

QUARLES & BRADY LLP

Dayton

SUBJECT: MRC CONSULTING, LLC
REF: W10000001328

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is P97000001679 (MRC CONSULTING, INC).

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton

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**ARTICLES OF ORGANIZATION
OF
MRC DAYTON CONSULTING, LLC**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS**

The undersigned authorized agent of the initial Member of the above limited liability company hereby certifies that the sole Member, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby executes the following Articles to provide for the formation, rights, privileges, and immunities of a limited liability company for profit. The undersigned authorized agent further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be MRC Dayton Consulting, LLC (the "Company").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The street address and mailing address of the principal office of the Company is: 9124 Terrabella Court, Naples, FL 34109.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 1395 Panther Lane, Suite 300, Naples, Florida 34109.

**ARTICLE IV
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Agreement.

**ARTICLE V
MANAGEMENT**

The Company shall be member-managed in accordance with the Operating Agreement adopted by the Member for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the

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affairs of the Company not inconsistent with law, this Instrument and the Florida Limited Liability Company Act.

ARTICLE VI
RESTRICTIONS ON MEMBERSHIP

The initial Member shall have the right to admit new Members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

ARTICLE VII
MEMBER'S RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or other dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Company, the existence of the Company shall continue.

Executed by the undersigned at Naples, Florida on the 13th day of January, 2010.



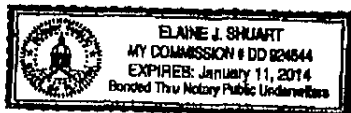
PHILIP M. BRESSON
Authorized Representative

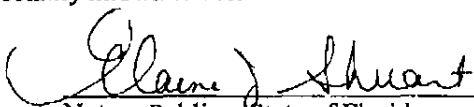
STATE OF FLORIDA

COUNTY OF COLLIER

BEFORE ME the undersigned authority, this 13th day of January, 2010, personally appeared Philip M. Bresson, who is personally known to me.

(SEAL)





Notary Public - State of Florida
Printed Name: ELAINE J. SHUART
My commission expires: 1/11/14

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DIVISION OF CORPORATIONS

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

THE NAME OF THE LIMITED LIABILITY COMPANY IS MRC DAYTON CONSULTING, LLC.

THE NAME OF THE INITIAL REGISTERED AGENT OF THE LIMITED LIABILITY COMPANY IS NAPLES-LAWDOCK, INC., AND THE ADDRESS OF THE OFFICE OF THE REGISTERED AGENT IS 1395 PANTHER LANE, SUITE 300, NAPLES, FLORIDA 34109.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of MRC DAYTON CONSULTING, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: January 12, 2010

NAPLES-LAWDOCK, INC.

By: 

Kimberly Leach Johnson

Its: Secretary

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