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ROSSWAY MOORE
TAYLOR & SWAN

ATTORNEYS AND COUNSELORS AT LAW

THE MODERN ONE BUILDING
2101 INDIAN RIVER BOULEVARD, SUITE 200
VERO BEACH, FLORIDA 32960

(City/State/Zip/Phone #)

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B. KOHR

JAN 21 2011

EXAMINER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JAN 19 AM 10:49

ARTICLES OF ORGANIZATION
FOR
MARTINA'S PHOTOGRAPHY, L.L.C.

FILED
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DIVISION OF CORPORATIONS
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1. **ARTICLES OF ORGANIZATION.**

ARTICLE I
NAME

The name of the Limited Liability Company is as follows:

MARTINA'S PHOTOGRAPHY, L.L.C.

ARTICLE II
ADDRESS

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

4720 – 10th Street, Vero Beach, Florida 32966

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, unless and until additional members are admitted and the Managing Member is changed pursuant to a later adopted Operating Agreement; the name and address of the Managing Member and sole member is as follows:

MARTINA TANNERY
4720 – 10th Street
Vero Beach, Florida 32966.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The right to admit additional members and the terms and conditions of the admissions shall be determined, initially by the Managing Member; and if other members are later admitted, then thereafter as follows:

All of the members named herein, unless they have been expelled or have filed for bankruptcy protection or have withdrawn, retired, or died, shall collectively and only by unanimous consent agree to the admission of new members. Further restrictions on the admission of new

members are set forth in a later executed Operating Agreement between the members.

ARTICLE VI

MEMBERS RIGHTS TO CONTINUE BUSINESS

If at some time in the future additional members are admitted to the Limited Liability Company, then the following provision shall be applicable: 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 occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company

ARTICLE VII

PURPOSE

This Limited Liability Company has been formed by the Managing Member for the purpose of photographing families, weddings, and children and for all other legal purposes to which the member may elect from time to time to put the said Limited Liability Company.

ARTICLE VIII

AMENDMENTS

Amendments to these Articles of Organization shall be effected in accordance with Chapter 608, *Florida Statutes*.

ARTICLE IX
GOVERNANCE AND OPERATION

This Limited Liability Company shall be governed by the Managing Member, unless and until additional members are admitted and such governance is altered, in accordance with and shall operate according to an Operating Agreement later executed by the Managing Member.

IN WITNESS WHEREOF, the undersigned member has caused these presents to be executed on the date set forth below.



MARTINA TANNERY

Date: October 31, 2010

2. **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/
REGISTERED OFFICE.**

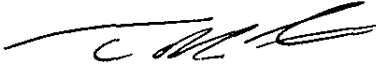
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, *FLORIDA STATUTES*, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is: **MARTINA'S PHOTOGRAPHY, L.L.C.**
2. The name and address of the Registered Agent and Office is as follows:

TIMOTHY M. ZWERNER
2101 Indian River Boulevard, Suite 200
Vero Beach, Florida 32960

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.



TIMOTHY M. ZWERNER
Date: 1/11/11