

07-20-2011

10:21am

From: GORDEN PA KUTNER PA

40 2290090

645

002

LH 000083569

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000184098 3)))



H110001840983ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 617-6383

From:

Account Name : STEVEN R. KUTNER, P.A.

Account Number : I20010000180

Phone : (407) 644-1104

Fax Number : (407) 629-0090

FILED
2011 JUL 20 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.

Email Address:

MPConway@me.com

FLORIDA LIMITED LIABILITY CO.
MAGIC FONDUE, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

T. CLINE

JUL 21 2011

EXAMINER

RECEIVED
11 JUL 20 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help



July 20, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

STEVEN R. KUTNER, P.A.

SUBJECT: MAGIC FONDUE, LLC
REF: W11000037965

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

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 10 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Regulatory Specialist II

FAX Aud. #: H11000184098
Letter Number: 611A00017122

FILED
JUL 29 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

MAGIC FONDUE, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization:

ARTICLE I

NAME OF THE LIMITED LIABILITY COMPANY

The name of this Limited Liability Company shall be **MAGIC FONDUE, LLC**

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company shall be 832 Historian Street, Raleigh, NC 27603.

ARTICLE III

PERIOD OF DURATION

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

FILED
2011 JUL 20 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV**REGISTERED OFFICE AND AGENT**

The initial street address in Florida of the initial registered office of the Company is 7549 West Sand Lake Road, Orlando, Florida 32819-5109, and the name of the initial registered agent at such address is **MARK PATRICK CONWAY**.

ARTICLE V**CAPITAL CONTRIBUTIONS**

The Members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A" to the Operating Agreement.

ARTICLE VI**ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as provided in the Operating Agreement.

ARTICLE VII**ADMISSION OF NEW MEMBERS**

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the majority consent of all the members of the Company holding membership units of ten percent (10%) or greater, and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of

FILED
2011 JUL 20 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the business and affairs of the Company or become a member unless all of the members of the Company holding membership units of ten percent (10%) or greater, other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII

MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by majority consent of all the members of the Company holding membership units of ten percent (10%) or greater.

ARTICLE IX

MANAGEMENT

The Company shall be managed by the members in accordance with Operating Agreement adopted by the members 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 affairs of the Company not inconsistent with law. The name and address of the members of the Company are:

NAME
MARK PATRICK CONWAY

ERIC DEIGAN

ADDRESS
832 Historian Street
Raleigh, North Carolina 27603
200 Whisperwood Drive
Cary, North Carolina 27518

2011 JUL 26 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

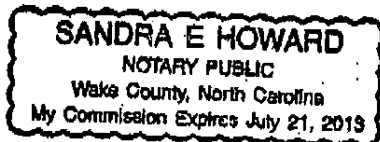
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed to these Articles of Organization at Wake County, North Carolina on this 18th day of July, 2011.



MARK PATRICK CONWAY

STATE OF NORTH CAROLINA

COUNTY OF Wake

The foregoing Articles of Organization were acknowledged before me this 18th day of July, 2011, by **MARK PATRICK CONWAY**, who has produced a driver's license as identification or who is personally known to me.




Sandra E. Howard, Notary Public
Printed Name of Notary
Commission No. _____
My Commission Expires: 7/21/2013

FILED
2011 JUL 20 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE OF MAGIC FONDUE, LLC

Under the provisions of **F.S. 608.415 or 608.507**, **MAGIC FONDUE, LLC**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **MAGIC FONDUE, LLC**.
2. The name and street address of the registered agent in Florida is:

MARK PATRICK CONWAY
7549 West Sand Lake Road
Orlando, Florida 32819-5109

The undersigned, being the person named in the Articles of Organization of **MAGIC FONDUE, 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: July 18, 2011


MARK PATRICK CONWAY
Registered Agent

2011 JUL 20 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED