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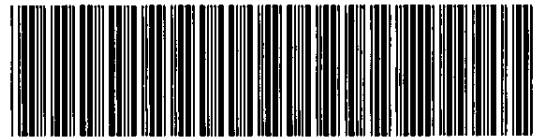
(Business Entity Name)

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2012 JAN 13 AM 8:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. SAULSBERRY
EXAMINER

JAN 17 2012

**Law Offices of
H. Charles Woerner, Jr., P.A.
Attorney & Counselor At Law**

Telephone (386) 767-9811
Facsimile (386) 788-0748

2001 South Ridgewood Avenue
South Daytona, Florida 32119

January 11, 2012

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle West
Tallahassee, FL 32301

FILED
2012 JAN 13 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: DSW Surveying and Mapping, PLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization for DSW SURVEYING AND MAPPING, PLC to be registered as a Florida Professional Service Limited Liability Company. Please return to this office a certified copy of the Articles.

Also enclosed is our check in the amount of \$155.00 to cover the following fees:

Filing Fee	\$100.00
Registered Agent Fee	25.00
Certified Fee	<u>30.00</u>
TOTAL	\$155.00

Thank you for your cooperation and prompt attention to this matter.

Very truly yours,


H. CHARLES WOERNER, JR.

HCWjr/dz
Enclosures

**ARTICLES OF ORGANIZATION FOR
DSW SURVEYING AND MAPPING, PLC
A PROFESSIONAL SERVICE LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Professional Limited Liability Company (the "Limited Liability Company") is organized under the provisions of Chapters 608 and 621, Florida Statutes, for the purpose of providing such professional services as are hereinafter specified with all of the rights, privileges and immunities provided under said Statutes.

**ARTICLE I
NAME**

The name of the Professional Service Limited Liability Company is DSW SURVEYING AND MAPPING, PLC.

**ARTICLE II
ADDRESS**

The mailing and street address of the principal office of the Professional Service Limited Liability Company is 32529 Okaloosa Trail, Sorrento, Florida 32776.

**ARTICLE III
AREAS OF SERVICE**

(A) The areas of business of the Professional Service Limited Liability Company are limited to professional service to the public in providing surveying and mapping services of every type and kind requiring as a condition precedent to such services the obtaining of a Florida surveyor's license and all acts and activities incidental thereto.

(B) All professional services rendered hereunder shall be by members, officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional surveying and mapping services as provided in Chapter 621 of the Florida Statutes.

(C) In furtherance of its purposes, the Professional Service Limited Liability Company shall have all of the general and specific powers and rights granted to and conferred on a Professional Service Corporation and a Professional Service Limited Liability Company under the Florida Statutes.

**ARTICLE IV
MEMBERS**

(A) No membership interest or voting interest in this Professional Service Limited Liability Company may be issued or transferred to anyone other than a

Professional Corporation, a Professional Limited Liability Company or an individual who is duly licensed or otherwise legally authorized to render the same professional services as those for which this Professional Service Limited Liability Company was formed. New members may be admitted only with the unanimous written consent of the existing members.

(B) If any member, officer, agent or employee who has been rendering professional service to the public becomes legally disqualified to render such professional services or is restricted or limited by law in continuing to render such professional services, that person shall immediately sever all employment and financial interests in this company.

(C) A member's interest in this Professional Service Limited Liability Company may not be sold or transferred without the written consent of the members having a majority in interest in the Limited Liability Company.

ARTICLE V APPLICABILITY OF CHAPTER 608 OF THE FLORIDA STATUTES

Chapter 608 of the Florida Statutes is applicable to this Professional Service Limited Liability Company organized pursuant to Chapter 621 of the Florida Statutes except to the extent that any provisions of Chapter 608 are interpreted to be in conflict with the provisions and sections of Chapter 621 of the Florida Statutes in which case Chapter 621 shall take precedence.

ARTICLE VI MANAGEMENT

This Professional Service Limited Liability Company is a manager-managed Limited Liability Company. The Professional Service Limited Liability Company shall be managed by the manager(s) who is/are designated, appointed, or elected to act in such capacity in accordance with the Operating Agreement of the Professional Service Limited Liability Company to exercise all Professional Service Limited Liability Company powers.

The person who is designated or appointed as the initial manager of this company is DOUGLAS S. WILLIS who shall carry out and further the decisions and actions of the member(s) made pursuant to the Operating Agreement and shall be authorized to execute on behalf of the Professional Service Limited Liability Company any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including but not limited to, surveys, maps, deeds, bills of sale, assignments, leases, promissory notes, mortgages, and security agreements and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred, or evidenced, or which carry on the business of the Professional Service

Limited Liability Company which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

ARTICLE VII PROFITS AND LOSSES

(A) The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the Professional Service Limited Liability Company. Each member shall be entitled to a distribution of the profits to which he or she is entitled in the percentage of his or her membership interest with payment dates not less than annually.

(B) All losses that occur in the operation of the limited liability company business shall be paid only out of the capital of the Professional Service Limited Liability Company and the profits of the business.

ARTICLE VIII TAXATION

(A) Income Tax Reporting. The member is aware of the income tax consequences of the allocations made by Article VII and agrees to be bound by the provisions of Article VII in reporting the member's share of the company income and loss for federal and state income tax purposes.

(B) Disregarded as an Entity. Notwithstanding anything contained in these Articles of Organization to the contrary and only for purposes of federal and, if applicable, state income tax purposes, the company shall be disregarded as an entity separate from the member for federal and state income tax purposes unless and until the member causes the company to file an election under the Code to be classified as an association taxable as a corporation.

ARTICLE IX DURATION

This Professional Service Limited Liability Company shall exist for a perpetual period of time unless dissolved in the manner provided by law, or as provided in an Operating Agreement adopted by the members.

ARTICLE X LIMITATION OF LIABILITY; INDEMNIFICATION

(A) Limited Liability. Except as otherwise provided by Chapter 621 of the Florida Statutes, the debts, obligations, and liabilities of the company, whether arising in contract, tort, or otherwise, shall be solely the debts, obligations, and liabilities of the company, and the member shall not be obligated personally for any debt, obligation, or

liability of the company solely by reason of being a member. The failure of the company to observe any formalities or requirements relating to the exercise of its powers or the management of its business or affairs under these Articles of Organization or the applicable Florida Statutes shall not be grounds for imposing personal liability on the member for any debts, liabilities, or obligations of the company. Except as otherwise expressly required by law, the member, in the member's capacity as such, shall have no liability in excess of (a) the amount of the member's net capital contributions, (b) the member's share of any assets and undistributed profits of the company, and (c) the amount of any distributions required to be returned under the provisions of Chapters 608 and 621 of the Florida Statutes.


(B) Indemnification. The company (including any receiver or trustee of the company) shall, to the fullest extent provided or allowed by law, indemnify, save harmless, and pay all judgments and claims against the member and each of the member's agents, affiliates, heirs, legal representatives, successors, and assigns (each an "Indemnified Party") from, against, and in respect of any and all liability, loss, damage, and expense incurred or sustained by the Indemnified Party in connection with the business of the company or by reason of any act performed or omitted to be performed in connection with the activities of the company or in dealing with third parties on behalf of the company, including costs and attorneys' fees before and at trial and at all appellate levels, whether or not suit is instituted (which attorneys' fees may be paid as incurred), and any amounts expended in the settlement of any claims of liability, loss, or damage, provided that the act or omission of the Indemnified Party does not constitute fraud or willful misconduct by the Indemnified Party. The company shall not pay for any insurance covering liability of the member or the member's agents, affiliates, heirs, legal representatives, successors, and assigns for actions or omissions for which indemnification is not permitted under these Articles of Organization; provided, however, that nothing contained in this Agreement shall preclude the company from purchasing and paying for these types of insurance, including extended coverage liability and casualty insurance, professional negligence insurance and workers' compensation insurance, as would be customary for any person owning, managing, and/or operating comparable property and engaged in a similar business, or from naming the member and any of the member's agents, affiliates, heirs, legal representatives, successors, or assigns or any Indemnified Party as additional insured parties under the agreement.

(C) Nonexclusive Right. The provisions of this Article X shall be in addition to and not in limitation of any other rights of indemnification and reimbursement or limitations of liability to which an Indemnified Party may be entitled under the Statutes of the State of Florida, common law, or otherwise. Notwithstanding any repeal of this Article X or other amendment hereof, its provisions shall be binding upon the company (subject only to the exceptions above set forth) as to any claim, loss, expense, liability, action, or damage due to or arising out of matters that occur during or relate to the period prior to any repeal or amendment of this Article X.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with Chapter 608, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Executed by the undersigned, who being the original manager and member of the Professional Service Limited Liability Company, certifies that this instrument is the proposed Articles of Organization of DSW SURVEYING AND MAPPING, PLC, a Professional Service Limited Liability Company, in the State of Florida, on January 11, 2012.



DOUGLAS S. WILLIS

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, DSW SURVEYING AND MAPPING, PLC, A PROFESSIONAL SERVICE LIMITED LIABILITY COMPANY, 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:

DSW SURVEYING AND MAPPING, PLC

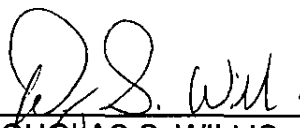
2. The name and the Florida street address of the registered agent are:

Douglas S. Willis
32529 Okaloosa Trail
Sorrento, Florida 32776

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-stated Professional Service Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the

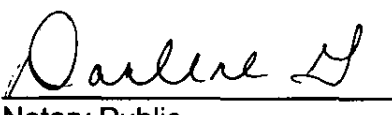
proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


DOUGLAS S. WILLIS

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared DOUGLAS S. WILLIS, known to me to be the person described in, or who produced a Florida driver's license as identification, and who executed the foregoing Articles of Organization and acknowledged before me that he executed the same, and an oath was taken.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of January, 2012.


Notary Public
State of Florida at Large
My Commission Expires:



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TALLAHASSEE, FLORIDA