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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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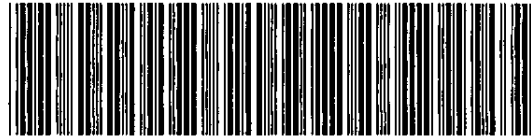
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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T. HAMPTON

**GIBBONS, TUCKER, MILLER, WHATLEY & STEIN**

A Professional Association

Attorneys and Counselors at Law

SUITE 2190, BANK OF AMERICA PLAZA

101 EAST KENNEDY BLVD., TAMPA, FLORIDA 33602-5179

Telephone: (813) 228-7841, Ext. 12

Telecopier: (813) 228-7848

IN REPLY REFER TO:

P163/121002

March 20, 2012

**Via Federal Express**

Florida Secretary of State  
Division of Corporations  
Corporate Filings  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32314-6327

Re: Powerline Investment, LLC

Ladies/Gentlemen:

Enclosed herewith please find Articles of Organization, Designation of Registered Agent and check in the amount of \$155.00 representing the \$100.00 filing fee for Articles of Organization, the \$25.00 fee for designation of Registered Agent and \$30.00 for a certified copy of the Articles of Organization.

Please return the certified copy of the Articles to the undersigned.

Very truly yours,



Jacqueline B. Whatley

JBW/ss

Enclosures

Cc: Powerline Investment, LLC (with copies of enclosures)  
Elliott Buchman (with enclosures)

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# ARTICLES OF ORGANIZATION OF POWERLINE INVESTMENT, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, does set forth the following:

1. Name. The name of the limited liability company is POWERLINE INVESTMENT, LLC (hereinafter referred to as the "Company").
2. Period of Duration. Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.
3. Purpose. The purpose for which the Company is organized is to engage in the business of acquisition, sale, development and leasing of real property and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
4. Address Of Place Of Business. The mailing address of the company is 20064 Gulf Blvd, #2, Indian Shores, Florida 33785, and the street address of the principal place of business for the Company is 20064 Gulf Blvd, #2, Indian Shores, Florida 33785. This address may be changed from time to time as provided in the Operating Agreement.
5. Registered Agent. The initial registered agent in Florida for the Company is Elliott Buchman, and the initial registered office is located at 20064 Gulf Blvd, #2, Indian Shores, Florida 33785.
6. Capital Contributions. Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members. The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management. The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

10. Indemnification. Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Deerfield Beach, Florida, on the 19 day of MARCH, 2012.

POWERLINE INVESTMENT, LLC,  
a Florida limited liability company

By: 

ELLIOTT BUCHMAN

Its Authorized Representative

**CERTIFICATE DESIGNATING  
PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 608.415, Florida Statutes, the following is submitted, in compliance with said Act:

That Powerline Investment, LLC, a limited liability company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 20064 Gulf Blvd, #2, Indian Shores, Florida 33785, has named Elliott Buchman, located at 20064 Gulf Blvd, #2, Indian Shores, Florida 33785, as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office and I am familiar with, and accept, the obligations of the position of Registered Agent.

  
ELLIOTT BUCHMAN

Dated: 3-19, 2012