

L12000050491

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

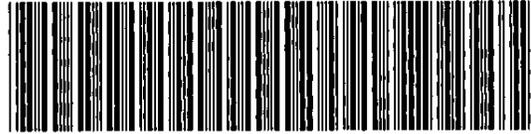
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600226966316

04/12/12--01005--022 **155.00

RECEIVED
12 MAY 12 PM 12:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
12 APR 12 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

APR 13 2012

EXAMINER

Advanced Incorporating Service, Inc.

1317 California Street
P.O. Box 20396
Tallahassee, FL 32316

Phone: 850-222-CORP
Fax: 850-575-2724
Email: orders@advancedincorporating.com
Website: www.advancedincorporating.com

| | |
|---|---------------------|
| NAME OF ENTITY <u>VLM II, LLC</u> _____ _____ _____ | FOR OFFICE USE ONLY |
|---|---------------------|

PICK ONE:

CERTIFIED COPY PHOTOCOPY C.U.S.

FILING:

CORPORATION LLC LIMITED PARTNERSHIP GENERAL PARTNERSHIP
 FICTITIOUS NAME SERVICEMARK/TRADEMARK AMENDMENT
 FOREIGN QUALIFICATION JUDGMENT LIEN
 OTHER _____

RETRIEVAL:

GOOD STANDING CERT/C.U.S. CERTIFIED COPY PHOTOCOPY
Of _____

APOSTILLE/CERTIFICATION REQUEST:

Country _____

Amount of Documents _____

DATE 4/12/12 TIME 12:00

Notes: _____

12 APR 12 AM 9:57
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Organization of VLM II, LLC

**ARTICLES OF ORGANIZATION
OF
VLM II, 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

The name of the limited liability company shall be VLM II, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 3020 South Florida Ave., Suite 101, Lakeland, FL 33803.

ARTICLE III -- 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.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is D. JOEL ADAMS, 3020 South Florida Ave, Suite 101, Lakeland, FL 33803.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in the Operating Agreement adopted by the Members.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

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

FILED
12 APR 12 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such 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 regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

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 the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by managers ("Managers") in accordance with the 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 or these Articles of Organization. The name and address of the initial Manager of the Company is

| NAME | ADDRESS |
|----------------------------------|---|
| BERKSHIRE INVESTORS GROUP, INC., | 3020 South Florida Ave., Suite 101, Lakeland, FL 33803 |

FILED
12 APR 12 AM 9: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Organization of VLM II, LLC

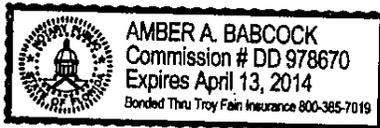
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lakeland, Florida, on this 11th day of April, 2012.



D. Joel Adams

STATE OF FLORIDA
COUNTY OF POLK

Sworn to (or affirmed) and subscribed before me this 11TH day of April, 2012, by D. Joel Adams.





Notary Public -- State of Florida

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known or Produced Identification Type of Identification
Produced _____
(SEAL)

FILED
12 APR 12 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Under the provisions of F.S. 608.415 VLM II, 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 VLM II, LLC.
2. The name and address of the registered agent in Florida is:

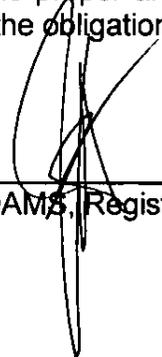
D. JOEL ADAMS, 3020 South Florida Ave., Suite 101, Lakeland, FL 33803



D. JOEL ADAMS

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of VLM II, 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 accept the obligations of the position of registered agent.



D. JOEL ADAMS, Registered Agent

FILED
12 APR 12 AM 9: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA