

Division of Corporations

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Florida Department of State
Division of Corporations
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From: Account Name : JOHN M WICKER PA
Account Number : I20070000104
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Fax Number : (239) 939-2280

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FLORIDA DEPARTMENT OF STATE

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Email Address: JM.WICKER@S&M-CRGO.COM

**FLORIDA LIMITED LIABILITY CO.
S&M METRO, LLC**

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December 17, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JOHN M WICKER PA

SUBJECT: S&M METRO, LLC
REF: W14000074951

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.

We did not receive all of the pages to this document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Teresa Brown
Regulatory Specialist II

FAX Aud. #: H14000290455
Letter Number: 314A00026672

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14 DEC 17 11:30 AM
TALLAHASSEE, FLORIDA

AUDIT NO. H14000290455 3

**ARTICLES OF ORGANIZATION
OF
S&M METRO, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE 1

The name of the Limited Liability Company is S&M METRO, LLC.

ARTICLE 2

The Limited Liability Company's period of duration shall be perpetual.

ARTICLE 3

These Articles of Organization shall have a delayed effective date and time, pursuant to Section 605.0207(3), Florida Statutes of January 1, 2015 at 12:01 a.m.

ARTICLE 4

The street address of the initial principal office of the Limited Liability Company is:

13791 Metropolis Ave
Suite 100
Fort Myers, FL 33912

The mailing address of the Limited Liability Company is:

13791 Metropolis Ave
Suite 100
Fort Myers, FL 33912

ARTICLE 5

The name and street address of the initial registered agent in Florida shall be:

Name

Address

John M. Wicker

12670 New Brittany Blvd., Suite 101
Fort Myers, FL 33907

Prepared by:
John M. Wicker
Fla. Bar No. 28637

COSTELLO, ROYSTON & WICKER, P.A.
P.O. Drawer 60205, Fort Myers, FL 33906
(239) 939-2222 (voice) (239) 939-2280 (facsimile)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE 6

The management and control of the Limited Liability Company shall be vested initially in a Manager or group of Managers, and is therefore, Manager Managed.

ARTICLE 7

The name and address of each Manager, who shall manage and control the affairs of the Limited Liability Company, is:

<u>Name</u>	<u>Address</u>
Larry Settle	13791 Metropolis Ave Suite 100 Fort Myers, FL 33912
Peter Mazzagatti	13791 Metropolis Ave Suite 100 Fort Myers, FL 33912

ARTICLE 8

The Limited Liability Company shall indemnify to the fullest extent permitted by the Florida Limited Liability Company Act its Members and or Managers.

ARTICLE 9

The power to adopt the operating agreement of the Limited Liability Company, to alter, amend or repeal the operating agreement of the Limited Liability Company shall be vested in the members of the Limited Liability Company. The operating agreement of the Limited Liability Company shall provide for the government of the Limited Liability Company and may contain any provisions or requirements for the management and control or conduct of the affairs and business of the Limited Liability Company not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE 10

Any operating agreement entered into by the members of the Limited Liability Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members of the Limited Liability Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, any written operating agreement of the Limited Liability Company, as amended and in existence from time to time.

AUDIT NO. H14000290455 3

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization of the S&M METRO, LLC, and acknowledged them to be his act on this the 16th day of December, 2014.

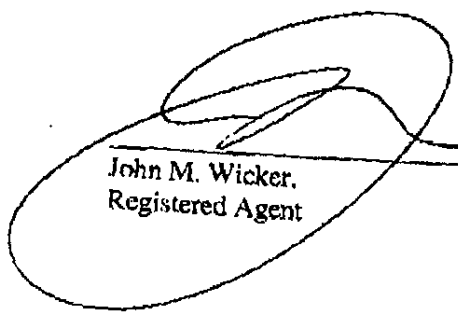
(In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalty of perjury that the facts stated herein are true.)


John M. Wicker.
Authorized Representative of a Member

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in these Articles of Organization, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties, as may be provided in Chapter 605, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Acceptance of Duties of Registered Agent of the S&M METRO, LLC, and acknowledged them to be his act on this the 16th day of December, 2014.


John M. Wicker.
Registered Agent

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