

08/31/2015 13:48 Lori  
8/31/2015

(FAX)

P.001/004

Division of Corporations

**L15000146202**  
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.**

(((H15000210022 3)))



H150002100223ABCN

**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)617-6381

From:

Account Name : UPCHURCH, BAILEY & UPCHURCH, P.A.  
Account Number : 075350000207  
Phone : (904)829-9066  
Fax Number : (904)825-4862

FILED  
2015 AUG 31 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE FL 32310

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

Email Address: dwallis@ubulaw.com

**FLORIDA LIMITED LIABILITY CO.**

**Exfreight of Florida, LLC**

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

*g/ian*

Electronic Filing Menu

Corporate Filing Menu

Help

H150002100223

**ARTICLES OF ORGANIZATION  
OF  
EXFREIGHT OF FLORIDA, LLC**

The following Articles of Organization are being submitted to, and filed with, the Florida Department of State in accordance with Section 605.0201 of the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Revised Act"):

**ARTICLE I - NAME**

In accordance with Section 605.0201(2)(a) of the Revised Act, the name of the limited liability company is **EXFREIGHT OF FLORIDA, LLC**.

**ARTICLE II - ADDRESS**

In accordance with Section 605.0201(2)(b) of the Revised Act, the street address and mailing address of the principal office of the limited liability company is 2290 10<sup>th</sup> Avenue, Suite 501, Lake Worth, Florida 33461.

**ARTICLE III - REGISTERED OFFICE AND AGENT**

In accordance with Section 605.0201(2)(c) of the Revised Act, the name and Florida street address of the registered agent is:

Donald W. Wallis, Esq.  
780 North Ponce de Leon Blvd.  
St. Augustine, Florida 32084

In accordance with Sections 605.0113(2) and 605.0201(2)(c) of the Revised Act, the above named registered agent submits the following written acceptance:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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.

Dated: August 31, 2015

Registered Agent Signature: Donald W. Wallis

**ARTICLE IV - MANAGEMENT OF THE COMPANY**

In accordance with Sections 605.0407(1)(a)(2) and 605.0201(3)(a) of the Revised Act, the Company is to be managed by one or more managers and is, therefore, a manager-managed

H150002100223

2015 AUG 31 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

H150002100223

company. Only the managers shall have authority to manage the limited liability company and make any contracts, enter into any transactions, and make and obtain any commitments on behalf of the limited liability company to conduct or further the limited liability company's business. Therefore, except as authorized by the managers, no member shall be an agent of the limited liability company or have the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the limited liability company.

#### **ARTICLE V – APPOINTMENT OF MANAGER**

In accordance with Sections 605.04072(1) and 605.0201(3)(b) of the Revised Act, the name and address of the sole manager is:

Exfreight Zeta, Inc., an Ontario Canada corporation qualified to transact business in Florida  
2290 10<sup>th</sup> Avenue, Suite 501  
Lake Worth, Florida 33461

#### **ARTICLE VI – APPOINTMENT OF OFFICERS**

In accordance with Sections 605.0109(8) and 605.0201(3)(e) of the Revised Act, each of the following persons is appointed to the office that is set forth opposite his name and to serve in accordance with (i) these Articles of Organization, and (ii) the Operating Agreement of the Company, until his successor is appointed by the sole manager:

<u>NAME</u>	<u>OFFICE</u>
William G. Davies	President
Michael B. McNett	Vice President
Stephen T. Huntley	Vice President
Charles Marrale	Vice President

#### **ARTICLE VII – STATEMENT OF AUTHORITY**

In accordance with Sections 605.0302(1)(c) and 605.0201(3)(d) of the Revised Act, the Company grants the authority to execute an instrument transferring real property held in the name of the Company, to the following person:

William G. Davies  
101 Executive Circle  
Daytona Beach, Florida 32114

In accordance with Sections 605.0302(1)(c) and 605.0201(3)(d) of the Revised Act, the Company grants the authority to enter into other transactions on behalf of, or otherwise act for or bind, the Company, to the following persons:

William G. Davies  
101 Executive Circle  
Daytona Beach, Florida 32114

Michael B. McNett  
101 Executive Circle  
Daytona Beach, Florida 32114

H150002100223

H150002100223

Stephen T. Huntley  
101 Executive Circle  
Daytona Beach, Florida 32114

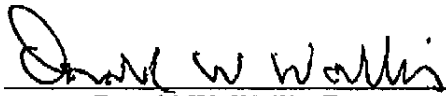
Charles Marrale  
2290 10<sup>th</sup> Avenue, Suite 501  
Lake Worth, Florida 33461

**ARTICLE VIII - LIMITED LIABILITY**

In accordance with Section 605.0201(3)(e) of the Revised Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, and in accordance with Section and 605.0201(4) of the Revised Act, the undersigned has executed these Articles of Organization this 31<sup>st</sup> day of August, 2015, and affirms that the Company has at least one member. In accordance with Section 605.0205(3) of the Revised Act, the undersigned affirms under penalty of perjury that the information stated herein is accurate.

Signature of authorized representative of member:

  
Donald W. Wallis, Esq.