

Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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Division of Corporations

Fax Number : (850) 617-6381

From:

: GREENSPOON MARDER, P.A. Account Name

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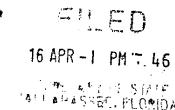
FLORIDA LIMITED LIABILITY CO. SUBWAY POWERLINE, LLC

Certificate of Status Certified Copy Page Count Estimated Charge

Electronic Filing Menu

Corporate Filing Menu

Help



ARTICLES OF ORGANIZATION ÖF SUBWAY POWERLINE, LLC

ARTICLE I - Name:

The name of the Limited Liability Company is Subway Powerline, LLC.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall begin with the filling of these Articles with the Florida Department of State, and shall exist perpetually, unless sooner dissolved in accordance with the Operating Agreement of the Limited Liability Company or Florida law.

ARTICLE III - Address:

The mailing address and street address of the principal office of the Limited Liability Company Is 1675 N. Military Trail, Suite 550, Boca Raton, Florida 33486.

ARTICLE IV - Registered Agent:

The name and address of the Initial registered agent for this Limited Liability Company is Brodle & Friedman, P.A., 1675 N. Military Trail, Suite 550, Boca Raton, Florida 33486.

ARTICLE V - Management:

The Limited Liability Company is to be managed by three (3) managers and the name and address of the initial managers who are to serve as managers are:

Jason A. Brodie 1675 N. Military Trail Joshua K. Friedman 1875 Military Trail

Martin Goodman 1875 Military Trail

Suite 550

Suite 550

Suite 550

Boca Raton, Florida 33486

Boca Raton, Florida 33486 Boca Raton, Florida 33486

The managers of this Limited Liability Company: (I) may be replaced by the members, and (ii) shall be elected by the members, as provided for in the Operating Agreement of this Limited Liability Company.

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4/1/2016 12:17:13 PM PAGE 4/005 Fax Server

loshua K. Friedman

Authorized Representative of Member

5/005

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Subway Powerline, LLC

2. The name and address of the registered agent and office is:

Brodle & Friedman, P.A. (the "Firm") 1675 N. Milltary Trail, Suite 550 Boca Raton, Florida 33488

Joshua K. Friedman, For the Firm

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, the Firm hereby accepts the appointment as registered agent and agrees to act in this capacity. The Firm further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the Firm is familiar with and accepts the obligations of its position as registered agent.

Joshua K. Friedman, For the Firm (Signature)

(Date)