

122-000049923

Florida Department of State
Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
Mainstay, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION
for
MAINSTAY, LLC, a Florida limited liability company

ARTICLE I — NAME

The name of the limited liability company ("Company") is MAINSTAY, LLC.

ARTICLE II — ADDRESSES

The mailing address and street address of the principal office of the Company are:

MAINSTAY, LLC
c/o Roger H. Miller III, Esquire
Farr, Farr, Emerich, Hackett, Carr and Holmes, P.A.
99 Nesbit Street
Punta Gorda, Florida 33950

ARTICLE III — MANAGEMENT

The Company is a manager-managed limited liability company. The Company shall be managed by the manager or managers who are designated, appointed, or elected to act in such capacity in accordance with the operating agreement of the Company as it may be amended from time to time ("Operating Agreement").

The name and address of the initial manager of the Company are:

Scott Peterson
216 High Street
Hingham, MA 02043

Any subsequent manager or managers shall be appointed as provided in the Operating Agreement.

The person who is designated or appointed as manager shall carry out and further the decisions and actions of the manager or members made under the Operating Agreement and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages, and security agreements, and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts, and obligations of the Company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions. Any manager may appoint, employ, or otherwise contract with any persons for the transaction of the business of the Company or the performance of services for or on behalf of the Company, and any manager may delegate to any such person (who may be designated by the manager as an officer of the

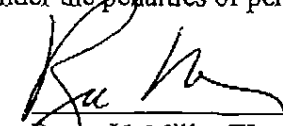
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Company) such authority to act on behalf of the Company as the manager may from time to time deem appropriate.

In accordance with the Florida Revised Limited Liability Company Act, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Roger H. Miller III
Authorized Representative

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

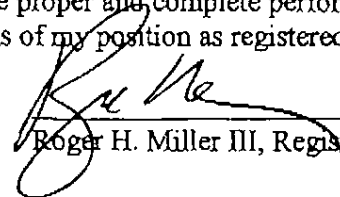
Under the provisions of the Florida Revised Limited Liability Company Act, the Company submits the following statement to designate a registered office and registered agent in the State of Florida.

The name of the limited liability company is **MAINSTAY, LLC**.

The name and the Florida street address of the registered agent are:

Roger H. Miller III, Esquire
Farr, Farr, Emerich, Hackett, Carr and Holmes, P.A.
99 Nesbit Street
Punta Gorda, Florida 33950

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.



Roger H. Miller III, Registered Agent

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