

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-142-8086

L95000000234



ACCOUNT NO. : 072100000032

REFERENCE : 564799 00556A

AUTHORIZATION : *Patricia Pzyt*

COST LIMIT : \$ 285.00

ORDER DATE : March 23, 1995

ORDER TIME : 10:03 AM

ORDER NO. : 564799

CUSTOMER NO: 00556A

CUSTOMER: Laura L. Brogan, Esq
LAURA L. BROGAN, ESQ

Suite C
540 East Mcneb Road
Pompano Beach, FL 33060

DOMESTIC FILING

L95000000234

NAME: BLACK DIAMOND ADMINISTRATIVE
SERVICES, L.C.

☒ ARTICLES OF ORGANIZATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS: *W*

3-23-95

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RESOLUTION OF THE MEETING
OF THE DIRECTORS OF
BLACK DIAMOND TRANSPORTATION SERVICES, INC.

A special meeting of the Directors of Black Diamond Transportation Services, Inc. was held on the date, time and at the place set forth in the waiver of written notice dated March 21, 1995, fixing such time and place, and prefixed to the minutes of this meeting; and all the directors of the Corporation being present;

The meeting was called to order by the Chairman. After discussion, and upon motion duly made, seconded and consented to, it was unanimously

RESOLVED, that the Corporation hereby gives its permission to the two Florida corporations, Fredot, Inc. and Lorja, Inc., to utilize the name BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C. in the organization of the Florida Limited Liability Company, BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C.

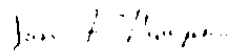
There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.



JOHN T. WINTER, Chairman



JANICE T. WINTER, Director



JAN T. WINTER

Dated: March 22, 1995

ARTICLES OF ORGANIZATION

OF

BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C.

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ARTICLE I - NAME

The name of this company is: BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C.

ARTICLE II - ADDRESS

The mailing address and principal office of the Limited Liability Company is: 540 E. McNab Road, Suite D, Pompano Beach, FL 33060.

ARTICLE III - DURATION

This company shall exist for twenty five years, commencing on the date of filing of these Articles.

ARTICLE IV - MANAGEMENT OF THE COMPANY

The management of BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C. shall be vested in a manager or managers by annual election of the members in a manner prescribed by the REGULATIONS of the company. The initial managers of BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C. shall be:

FREDOT, INC.
540 East McNab Road
Suite D
Pompano Beach, FL 33060

LORJA, INC.
540 East McNab Road
Suite D
Pompano Beach, FL 33060

FREDOT, INC. and LORJA, INC. shall serve as managers until a successor manager or managers is elected and qualified by the members.

ARTICLE V - ADDITIONAL MEMBERS

In a manner provided in the REGULATIONS of the company, additional members may be admitted to the company only upon the unanimous consent of current members, and only upon payment in full, of an amount unanimously agreed to by the current members, full payment must be in CASH or by a "IRREVOCABLE LETTER OF CREDIT" accepted by the management of the company and drawn in favor of the company.

ARTICLE VI - MEMBERS RIGHT TO CONTINUE THE BUSINESS

Notwithstanding Article III, the company will automatically dissolve upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company. In such event, the remaining members of the company shall have the right to continue the business only if there is unanimous consent of the remaining members.

ARTICLE VII - PURPOSE

This company is organized under Florida Statute Chapter 608 for the purpose of transacting any or all lawful business, permitted under the laws of the United States of America and under the laws of the State of Florida, including acting as Trustee for common law and statutory business trusts organized in and outside the State of Florida.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 540 E. McNab Road, Suite C, Pompano Beach, FL 33060, and the name of the initial registered agent of this company at that address is LAURA L. BROGAN, P.A.

ARTICLE IX - INITIAL CAPITAL CONTRIBUTION

THE TOTAL INITIAL CAPITALIZATION OF BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C. IS ONE THOUSAND DOLLARS (\$1,000.00). Each initial member subscribes for (1) certificate at the agreed capital contribution amount. Each initial member capital contribution is to be paid to the company in the sum of FIVE HUNDRED DOLLARS (\$500.00) CASH and FIVE HUNDRED DOLLARS (\$500.00) CASH.

ARTICLE X - ADDITIONAL CONTRIBUTION

At any time, after the first year anniversary of the company's organization and, upon the unanimous consent of all managers, each member may be called upon in any one calendar year to make an additional capital contribution equal to 100% of the member's initial capital contribution, in a manner provided by the OPERATING AGREEMENT of the company.

ARTICLE XI - MEMBER CERTIFICATES

This company is authorized to issue Certificates of Beneficial Interest with par value equal to the capital contribution, of the Member, that is assigned said certificate.

ARTICLE XII - AMENDMENT

The members reserve the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto. Any right conferred upon a member is subject to this reservation. The amendment shall be signed and sworn to by all members, and an amendment adding a new member shall be signed also by the member to be added.

ARTICLE XIII - REGULATIONS OF THE COMPANY

The power to adopt, alter, amend, or repeal the REGULATIONS of BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C. shall be vested in the managers of the company.

ARTICLE XIV - OPERATING AGREEMENT

The offices, responsibilities and powers accorded to the manager or managers, by the members, is set out in the OPERATING AGREEMENT of the company.

ARTICLE XV

An interest of a member in the company may be transferred or assigned as provided in the OPERATING AGREEMENT. However, unanimous written consent by all non-disposing members is required to approve the assignment or transfer, and until such approval is

granted, the transferee does not have the right to participate in the affairs and business of the company or to become a member.

ARTICLE XVI - CAPITAL CONTRIBUTION REDUCTIONS OR WITHDRAWALS

Property or cash of the company may be utilized to pay a member who has demanded his or its contribution in the manner proscribed by and provided in the REGULATIONS of the company.

ARTICLE XVII

The initial members and organizing members of BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C., are: FREDOT, INC., a Florida corporation and LORJA, INC., a Florida corporation:

FREDOT, INC.
540 East McNab Road
Suite D
Pompano Beach, FL 33060

LORJA, INC.
540 East McNab Road
Suite D
Pompano Beach, FL 33060

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization this 21st day of March, 1995.

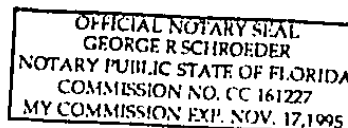
John T. Winter
INITIAL MEMBER
JOHN T. WINTER, PRESIDENT
FREDOT, INC.

Janice T. Winter
INITIAL MEMBER
JANICE T. WINTER, PRESIDENT
LORJA, INC.

STATE OF FLORIDA)
COUNTY OF BROWARD)

On this 21st day of March, 1995, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared JOHN T. WINTER, President of Fredot, Inc., a Florida corporation, [xx] to me personally known, [] who presented driver's license no. _____, or [] other identification, and who did take an oath, and acknowledged that he executed the foregoing Articles of Organization freely and voluntarily.

George R. Schroeder
Notary Public
My Commission Expires:



STATE OF FLORIDA)
)
COUNTY OF BROWARD)

On this 21st day of March, 1995, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JANICE T. WINTER, President of Lorja, Inc., a Florida corporation, [xx] to me personally known, [] who presented driver's license no. _____, or [] other identification, and who did take an oath, and acknowledged that she executed the foregoing Articles of Organization freely and voluntarily.

George R. Schroeder
Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL GEORGE R. SCHROEDER NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC 161227 MY COMMISSION EXP. NOV. 17, 1995

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of
BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C. deposes and says:

- 1) The above named limited Liability Company has at least two members.
- 2) The total amount of cash contributed by the members is \$1,000.00.
- 3) If any, the agreed value of property other than cash contributed by members is \$ -0- . A description of the property is attached and made a part hereto.
- 4) The total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes amounts from 2 and 3 above.

John T. Winter
JOHN T. WINTER, President
FREDOT, INC., an organizing member

Janice T. Winter
JANICE T. WINTER, President
LORJA, INC., an organizing member

Date: 3/21/95

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

95 FILED
MAR 22 1995
FBI

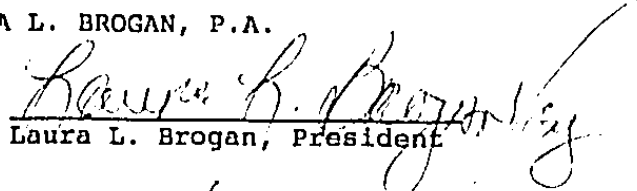
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C.
2. The name and address of the registered agent and office is:
LAURA L. BROGAN, P.A.
540 E. McNab Road, Suite C
Pompano Beach, FL 33060

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.

LAURA L. BROGAN, P.A.

By:


Laura L. Brogan, President

Date: March 21, 1995

NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

1996 MAR 28 PM 3: 42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

DOCUMENT #L95000000234
BLACK DIAMOND ADMINISTRATIVE SERVICES, L.C

1 Name and Mailing Address
of Limited Liability Company

540 E. MCNAB ROAD
SUITE D
POMPANO BEACH FL 33060

1a. Principal Place of Business Address

540 E. MCNAB ROAD
SUITE D
POMPANO BEACH FL 33060

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2 Principal Place of Business

2a. Mailing Address

Suite, Apt. #, etc

Suite, Apt. #, etc

City & State

City & State

Zip

Country

Zip

Country

3. Date Organized or Qualified

03/23/1995

3a. State of Formation

FL

4. FEI Number

65-0574527

☐ Applied For

☐ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

☐ Additional Fee Required ☐

7. Name and Address of Current Registered Agent

LAURA L. BROGAN, P.A.
540 E. MCNAB ROAD
SUITE C
POMPANO BEACH FL 33060

8. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc

City

Zip Code

FL

9. Pursuant to the provisions of Sections 608.410 and 608.509, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations

SIGNATURE

(If Registered Agent Accepting Appointment) (If Not, Registered Agent signature required when re-registered)

DATE

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

MGR FREDOT, INC.

540 E. MCNAB RD., STE. D

POMPANO BEACH FL

MGR LORJA, INC.

540 E. MCNAB RD., STE. D

POMPANO BEACH FL

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****238.75 ****238.75

Signature

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address

SIGNATURE:

James J. White PRESIDENT

3/28/96