

L95000000337

William Loftus 813 442-2142
Environmental Building Technology
3035 Eastwood Dr.
Clearwater FL 34619

SECRETARY OF STATE
104733/95--01024--0008
***\$205.00 ***\$205.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

MAY 3 1995 BSB

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
ENVIRONMENTAL BUILDING TECHNOLOGY, LIMITED COMPANY

FILED

27 APR 27 PM 12:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Limited Liability Company is:

ENVIRONMENTAL BUILDING TECHNOLOGY, LIMITED COMPANY

ARTICLE II

ADDRESS

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

3035 Eastwood Drive
Clearwater, Florida 34619

ARTICLE III

DURATION

The period of duration of the Company shall be perpetual, subject to dissolution as provided by law, these Articles of Organization or the Regulations.

ARTICLE IV

MANAGEMENT

The Company is to be managed by a manager or managers. The initial manager is William E. Loftus whose address is 3035 Eastwood Drive, Clearwater, Florida 34619.

ARTICLE V

ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admission shall be: Additional members may be admitted up to an aggregate of \$400,000 in interests in the Company. Any member who is subsequently admitted as a member of the Company shall have all of the rights and obligations of a member under the Regulations and the law.

ARTICLE VI

MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members to continue the business on 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 of the Company shall be: 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 of the Company, the remaining members holding a majority-in-interest shall have the right to continue the business of the Company.

ARTICLE VII

NATURE OF MEMBERSHIP INTEREST

The interest of each member of this Company constitutes the personal estate of that member, and may be transferred or assigned as provided in the Regulations. However, if a majority-in-interest of the other members of this Company, other than the member proposing to dispose of his, her or its interest, do not approve of the proposed transfer or assignment, the transferee of the member's interest shall have no right to participate in the management of the business and affairs of this Company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member would otherwise be entitled and shall hold only an economic interest.

ARTICLE VIII

REGULATION OF BUSINESS AND AFFAIRS

The business and affairs of this Company shall be regulated by the Regulations as approved by a majority-in-interest of the members at the first meeting of members. The Regulations shall be in writing and consistent with the legal requirements and provisions of the Florida Limited Liability Company Act and these Articles of Organization including all amendments thereto.

ARTICLE IX

INDEMNIFICATION

The Company may indemnify an individual made a party to a proceeding because he or she is or was a manager, member, officer, employee or agent of the Company against judgments,

settlements, penalties, or expenses of any kind incurred as result of action in that capacity if, acting as a manager, he or she has fulfilled all fiduciary duties owed to the Company and to its members, and regardless of the position held, he or she conducted himself or herself in good faith, he or she reasonably believed that his or her conduct was in or at least not opposed to the best interests of the limited liability company and, in the case of any criminal proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful.

The indemnification of expenses permitted herein shall only be authorized if at all by the Regulations or other agreement approved by all of the members. The Articles of Organization shall not be interpreted to limit in any manner the right to indemnification, the power of the Company to purchase any insurance or to provide for the advancement of expenses of an individual who would otherwise be entitled thereto.

In addition to the foregoing, the Company shall indemnify and save the organizer harmless for all acts taken by him as organizer of the Company, and shall pay all costs and expenses incurred by or imposed upon him as a result of the same, including compensation based upon the usual charges for any time expenditures required of him in pursuit of the defense against any liability arising on the account of acting as organizer or arising on the account of enforcing the indemnification right hereunder, and the Company releases him from all liability or any such act as organizer not involving willful or grossly negligent misconduct.

ARTICLE X


AMENDMENTS

Amendments to the Articles of Organization of the Company shall be adopted in accordance with the Regulations or with the consent of all the members but in no event shall the Articles of Organization be amended by a vote of less than a majority-in-interest of the members.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of ENVIRONMENTAL BUILDING TECHNOLOGY LIMITED COMPANY 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.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$104,000. 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 member(s) is \$400,000.
This total includes the amounts from 2 and 3 above.



William E. Loftis

(In accordance with section 608.408(3), Florida Statutes,
the execution of this affidavit constitutes an affirmation under
the penalty of perjury that the facts stated herein are true.)

PROPERTY CONTRIBUTED TO
ENVIRONMENTAL BUILDING TECHNOLOGY LIMITED COMPANY

1. Services

2. All right, title and interest in the United States to a low cost building design made of modular parts in the absence of special tools, and all components and improvements thereto.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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: _____
_____ Environmental Building Technology, Limited Company

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

_____ William Loftus _____
(Name)
_____ 3035 Eastwood Drive _____
(P.O. Box not acceptable)
_____ Clearwater, Florida 34619 _____
(City/State/Zip)

FILED
JAN 27 PM 2:41
CLERK OF COURT
HILLSBORO COUNTY
FLORIDA

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.

(Signature) _____ 4-11-95
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

2nd NOTICE:

Limited Liability Company Will Be Dissolved On Or After August 21, 1996. If Dissolved, Minimum Amount Due To Reinstatement: \$738.75

APPROVED
AND
FILED

1996 OCT 17 PM 12:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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| LIMITED LIABILITY COMPANY ANNUAL REPORT 1996 | FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS |
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|-------------------------|---|
| FILING FEE \$ 263.75 | Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee + \$25.00 LATE FEE Make Check Payable To: FLORIDA DEPARTMENT OF STATE |
|-------------------------|---|

| | |
|---|--|
| 1. Name and Mailing Address of Limited Liability Company ENVIRONMENTAL BUILDING TECHNOLOGY, LIMITED COMPANY 3035 EASTWOOD DR CLEARWATER FL 34619 | DOCUMENT # L95000000337 603 S. FT. HARRISON AVE CLEARWATER, FL 34616 |
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| 1a. Principal Place of Business Address 603 S. FT. HARRISON AVE 3035 EASTWOOD DR CLEARWATER FL 34619 CLEARWATER, FL 34616 |
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|---|--------------------------------------|
| If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a | |
| 2. Principal Place of Business 601-603 S. Fort Harrison Suite, Apt. #, etc. | 2a. Mailing Address P.O. Box 2078 |
| City & State Clearwater, FL | City & State CLW, FL |
| Country USA | Country USA |

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|---|---|
| 3. Date Organized or Qualified 4/27/1995 | 3a. State of Formation FL |
| 4. FET Number 59-3321154 | <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable |
| 5. Date of Last Report | 6. Certificate of Status Desired <input type="checkbox"/> \$4.75 Additional Fee Required |

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| 7. Name and Address of Current Registered Agent LOFTUS, WILLIAM E CLEARWATER FL 603 S. FT. HARRISON AVE CLEARWATER FL 34616 |
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| 8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code |
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9. Pursuant to the provisions of Sections 608.416 and 608.508, 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 _____ DATE _____
(If Registered Agent Accepting Appointment) (If Not, Registered Agent Signature Required when Reinstating)

| 10. Title | Managing Members/Managers | Business Street Address | City, State and Zip Code |
|-----------|---------------------------|---|--------------------------|
| MGR | LOFTUS, WILLIAM E | 3035 EASTWOOD DR 603 S. FT. HARRISON AVE | CLEARWATER FL 34616 |

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-10/18/96--01021--032
****263.75 ****263.75

Remitted In Time.
SCC 10-17-96

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: _____ 6/10/96 813-442-2142