

THOMAS EDWARD SHINE
ATTORNEY AT LAW
905 SARNO ROAD - SUITE A
P.O. BOX 361293
MELBOURNE, FLORIDA 32936-1293

TEL. 407-254-4507

FAX 407-254-8111

L95000000534

July 5, 1995

Ms. Jo Mynard
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

900001534158
-07/11/95--01021--002
***285.00 ***285.00

RE: Forward Logistics Group, L.C.

Dear Ms. Mynard:

Enclosed herewith you will find the following:

1. Original and one copy of Articles of Organization for the above limited liability company.
2. Original and one copy of Affidavit of Membership and Contributions for the above limited liability company.
3. My check in the sum of \$285.00 for filing.

Please file and return the proof of filing of same to this office as soon as possible in the enclosed envelope.

Very truly yours,


THOMAS E. SHINE

GAVE

ch
Enclosures

189,1124
AUTHORIZATION BY PHONE TO
CORRECT Tom L

DATE 7-11-95

BY D. D. [Signature]

10107
7-11-95

Articles of Organization
for
Florida Limited Liability Company
of
Forward Logistics Group, L.C.

FILED
95 JUL 10 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of the Limited Liability Company is: Forward Logistics Group, L.C.

ARTICLE II

DURATION: The period of duration for the Limited Liability Company shall be thirty years from date of filing of Articles of Organization.

ARTICLE III

ADDRESS: The mailing address of the principal office of the Limited Liability Company is: P.O. Box 620543, Orlando, Florida 32862.

The street address of the principal office of the Limited Liability Company is: 10651 Satellite Boulevard, Orlando, Florida 32837.

ARTICLE IV

REGISTERED AGENT: The name and address of the initial registered agent is:

John P. Jordan
10651 Satellite Boulevard
Orlando, Florida 32862

ARTICLE V

MANAGEMENT: The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

- A. John P. Jordan
10651 Satellite Boulevard
Orlando, Florida 32862
- B. Robert G. Groppe
800 Pine Needle Lane
West Melbourne, Florida 32904

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS: The right to admit additional members and the terms and conditions of the admissions shall be: The right of the remaining members to admit additional members is authorized and the terms and conditions shall be determined by the members.

ARTICLE VII

MEMBERS RIGHTS TO CONTINUE BUSINESS: The right of the remaining members of the limited liability company 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 in the limited liability company is authorized.


ARTICLE VIII

SIMILAR CORPORATE NAME: The members of this Limited Liability Company are the owners of all of the common stock of a Florida Corporation named Forward Logistics Group, Inc., a Florida Corporation, and hereby authorize the filing of this application for Forward Logistics Group, L.C.

IT WITNESS WHEREOF we, undersigned, being each of the original subscribing members do make and file these Articles of Organization for the

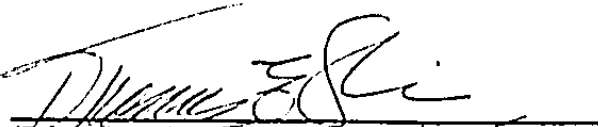
purposes expressed, hereby declaring and certifying that the facts herein stated are true, and herunto set our hands and seals, this 30th day of June 1995.

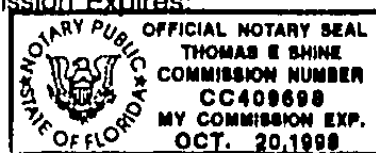

Robert G. Groppe, Member


John P. Jordan, Member

STATE OF FLORIDA
COUNTY OF BREVARD

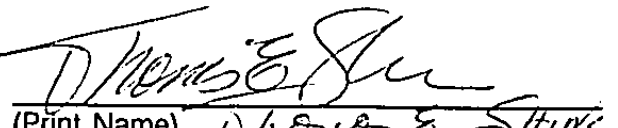
The foregoing instrument was acknowledged before me this 30th day of June 1995 by ROBERT G. GROPE who is
☒ personally known to me, or
_____ who has produced _____ as identification and who did take an oath.

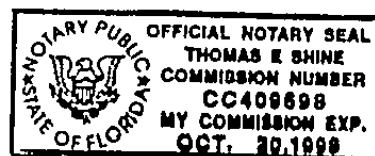

(Print Name) THOMAS E. SHINE
Notary Public
My Commission Expires:



STATE OF FLORIDA
COUNTY OF Brevard

The foregoing instrument was acknowledged before me this 30th day of June 1995 by JOHN P. JORDAN who is
☒ personally known to me, or
_____ who has produced _____ as identification and who did take an oath.


(Print Name) THOMAS E. SHINE
Notary Public
My Commission Expires:

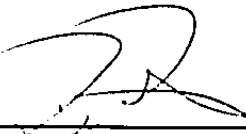


Certificate of Designation of Registered Agent/Registered Office

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407, 608.415, or 608.57, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The undersigned Registered Agent is familiar with and accepts the obligations of Registered Agent.

The undersigned, 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.



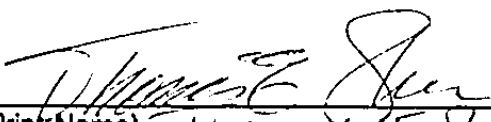
John P. Jordan

June 30, 1995

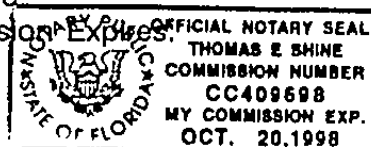
Date

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 30th day of June 1995 by JOHN P. JORDAN who is personally known to me.



(Print Name) THOMAS E. SHINE
Notary Public
My Commission Expires



Affidavit of Membership and Contributions

FILED
95 JUL 10 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of Forward Logistics Group, 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 each member is \$0.

3. If any, the agreed value of property other than cash contributed by each member(s) is \$25,000.00. A description of the property is described as follows:

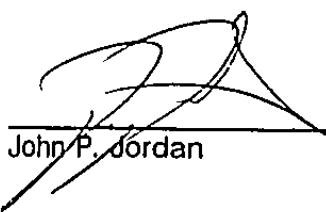
A. Fifty (50) shares of common stock of Forward Logistics Group, Inc., a Florida Corporation.


B. Fifty (50) shares of common stock of Fast Transportation Services of Miami, Inc., a Florida Corporation.

4. The total amount of cash or property anticipated to be contributed by member(s) is \$50,000.00. This total includes amounts from 2 and 3 above.

5. The undersigned, John P. Jordan, is the President and owner of the capital stock of Forward Logistics Group, Inc., a Florida Corporation, and hereby authorizes the filing of this application for Forward Logistics Group, L.C.

6. The undersigned, Robert G. Groppe, is the President and owner of the capital stock of Fast Transportation Services of Miami, Inc., a Florida Corporation.

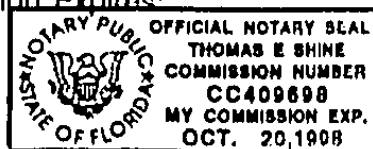

John P. Jordan


Robert G. Groppe

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 5th day of July 1995 by ROBERT G. GROPE who is X personally known to me, or _____ who has produced _____ as identification and who did take an oath.

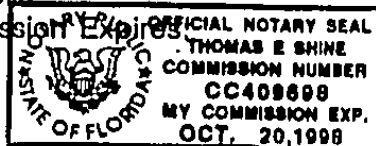
Thomas E Shine
(Print Name) THOMAS E SHINE
Notary Public
My Commission Expires _____





STATE OF FLORIDA
COUNTY OF Florida

The foregoing instrument was acknowledged before me this 5th day of July 1995 by JOHN P. JORDAN who is X personally known to me, or _____ who has produced _____ as identification and who did take an oath.

Thomas E Shine
(Print Name) THOMAS E SHINE
Notary Public
My Commission Expires _____



2nd NOTICE: Limited Liability Company Will Be Dissolved On Or After August 21, 1996. If Dissolved, Minimum Amount Due To Reinstate: \$730.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra B. Morlham Secretary of State DIVISION OF CORPORATIONS		FILED 36 JUN 24 PM 11:46 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 203.75		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 FORWARD LOGISTICS GROUP, L.C. P.O. BOX 620543 ORLANDO FL 32862		DOCUMENT # L95000000534			
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		3. Date Organized or Qualified 07/10/1995 4. FEI Number 59-3331667 5. Date of Last Report 6. Certificate of Status Desired <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable <input checked="" type="checkbox"/> \$0.75 Additional Fee Required	
7. Name and Address of Current Registered Agent JORDAN, JOHN P 10651 SATELLITE BOULEVARD ORLANDO FL 32862		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City <div style="text-align: right;"> 300001877428 -06/27/95--01003--014 ***263.75 ***263.75 FL </div>			
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 _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when resigning)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	JORDAN, JOHN P	10651 SATELLITE BOULEVARD		ORLANDO FL	
MGRM	GROPPE, ROBERT G	300 PINE NEEDLE LANE		WEST MELBOURNE FL	
<div style="text-align: right;">  6/12/96 </div>					
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: <u>Robert G. Gropp</u> <u>John P. Jordan</u> <u>6/12/96</u>					

Document Number Only

M95000000352

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400002125054--9
-03/26/97--01109--007
*****52.50 *****52.50

John P. Curtin, Jr. L.L.C.

400002125054--9
-03/26/97--01109--007
*****52.50 *****52.50

- ☐ Profit
☐ NonProfit
☐ Limited Liability Co.
☐ Foreign

☐ Amendment

☐ Merger

☒ Dissolution/Withdrawal

☐ Mark

- ☐ Limited Partnership
☐ Reinstatement

- ☐ Annual Report
☐ Reservation

- ☐ Other ucc Filing
☐ Change of R.A.
☐ Fic. Name

☒ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30
☒ Pick Up

☒ Walk In

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

PLEASE RETURN EXTRA COPIES
FILE STAMPED

3-18

Withdrawal
of
LLC 3/18/97
PC

97 MAR 18 PM 3:54
FILED
TALLAHASSEE, FL
CLERK OF SUPERIOR COURT

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA**

John P. Curtin, Jr. L.L.C.
(Name of limited liability company)

Delaware
(Jurisdiction of its organization)

This limited liability company is no longer transacting business in Florida and surrenders its authority to transact business in this state.

This limited liability company revokes the authority of its registered agent to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business in Florida.

85 Broad Street
(Mailing address)

New York, New York 10004
(City-State-Zip)

The limited liability company agrees to notify the Department of State in the future of any change in its mailing address.

Dated 3/4/97

Signatures of all members
HTW, INC.

Typed or printed name

By:

Fredric B. Garonzik, Vice President

HTW TRUST

By:

Fredric B. Garonzik