

L95000000823

LAW OFFICES OF  
ZWICK, FRIEDMAN & GOLDBAUM, P.A.

The Plaza, Suite 801  
5355 Town Center Road  
Boca Raton, Florida 33486

(407) 395-5511  
FAX (407) 368-9274

Andrew R. Friedman

200001626022  
-11/02/95--01027--012  
\*\*\*\*285.00 \*\*\*\*285.00

October 24, 1995

Mr. Steve Godfrey  
Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32301

EFFECTIVE DATE  
Nov. 1, 1995

Re: DBM SYSTEMS L.C.  
Our File No. 5056.01

Dear Mr. Godfrey:

Enclosed herewith please find an original and one copy of the Articles of Organization, Affidavit of Capital Contribution, and Certificate of Designation for the above captioned corporation and our check in the amount of \$285.00 to cover the cost associated with same.

Once the enclosed is processed, kindly return one stamped copy to the undersigned in the enclosed FedEx envelope.

If you have any questions regarding the enclosed, feel free to call. Thank you for your cooperation in this matter.

Very truly yours,

  
Andrew R. Friedman

ARF/sc  
Encls.

Via FedEx

FILED  
SECRETARY OF STATE  
95 OCT 25 AM 10:03

uqw 10/30

ARTICLES OF ORGANIZATION  
OF  
DBM SYSTEMS, L.C.

EFFECTIVE DATE

Nov. 1, 1995

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), form a Florida limited liability company (this "Company") pursuant to the Act and set forth the following Articles of Organization (these "Articles"):

ARTICLE I

NAME

The name of the Company will be:

DBM Systems, L.C.

ARTICLE II

COMMENCEMENT DATE AND DURATION

The Company will commence on NOVEMBER 1, 1995, in accordance with the provisions of Section 608.409(1) of the Act, and will continue for a period of 30 years from the commencement date, or until dissolved by its members in accordance with Section 608.441 of the Act or the provisions of these Articles. Subject to the foregoing, this Company will be dissolved on the happening of any of the following events:

- (1) Expiration of the term specified above;
- (2) Withdrawal, retirement, death, resignation, bankruptcy, dissolution or expulsion of any member, unless the business of this Company is continued by the consent of all the remaining members; or
- (3) Unanimous written consent of all of the members.

ARTICLE III

PURPOSES

This Company is created and formed for any lawful purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict with these Articles of Organization.

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DIVISION OF CORPORATIONS  
95 OCT 25 AM 10:03

ARTICLE IV

PLACE OF BUSINESS

The principal place of business and mailing address of this Company will be 240 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33432, and such other place or places as may be designated by the members from time to time.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this Company will be Robert A. Manela, and the address of the registered agent for service of process will be 240 West Palmetto Park Road, Suite 300, Boca Raton, Florida 33432.

ARTICLE VI

MANAGEMENT

The management of this Company will be vested entirely in its members. The name and address of its initial managing members are as follows:

Robert A. Manela	10199 182nd Court South Boca Raton, FL 33498
Michael I. Daszkal	860 S.W. 16th Street Boca Raton, FL 33486
Jeffrey A. Bolton	6707A Boca Pines Trail Boca Raton, FL 33433
A.D.K. Enterprises, Inc.	9144 N.W. 52nd Court Coral Springs, FL 33067
Procon Management System, Inc.	5525 N.W. 77th Terrace Coral Springs, FL 33067

ARTICLE VII

POWERS

This Company will have all of the powers and authorities set forth in Section 608.404 of the Act.

## ARTICLE VIII

### ADMISSION OF MEMBERS

The initial members of this Company will be set forth in the Regulations adopted by the members. The admission of additional will be accomplished only by a unanimous written consent of all existing members.

## ARTICLE IX

### CONTINUATION OF BUSINESS

The members may, by unanimous written agreement, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

## ARTICLE X

### REGULATIONS

The members are authorized and directed to prepare and adopt Regulations for the governing of the internal affairs of this Company and containing such provisions as they consider necessary, reasonable or desirable, except that no provision of the Regulations may conflict with the provisions of these Articles, unless these Articles otherwise permit. The power to adopt, alter, amend or repeal the Regulations will be described in the Regulations, except the initial form will be approved by all the members.

## ARTICLE XI

### PROPERTY

(a) Ownership. All property originally paid or brought into, or transferred to, this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company will be the property of this Company.

(b) Title. The title to all property of the Company will be held in the name of this Company.

(c) Conveyances. The member(s) are authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases,

conveyance documents and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution will be made by members holding a majority in interest of this Company. The signature and execution of such documents will clearly set forth that the execution is on behalf of this Company and that the member is signing on its behalf. The following form of signature will be used for obtaining or conveying title to any real or personal property:

DBM Systems, L.C.

By:

Robert A. Manela  
ROBERT A. MANELA, as Member

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

#### ARTICLE XII

#### AMENDMENTS

These Articles of Organization, except with respect to vested rights of the members, may be amended at any time by vote by a majority in interest of its members and such amendments will be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

IN WITNESS WHEREOF, a member of this Company has executed these Articles of Organization on the 23rd day of October, 1995, and affirms under the penalties of perjury that the facts contained in these Articles of Organization are true to the best of his knowledge.

Robert A. Manela  
Robert A. Manela

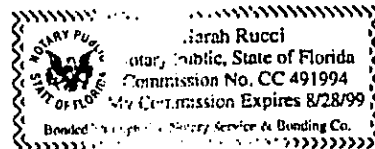
STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 23rd day of October, 1995, by Robert A. Manela, who is personally known to me or produced \_\_\_\_\_ as identification, and who did (did not) take an oath.

Sarah Rucci  
NOTARY PUBLIC, STATE OF FLORIDA

SARAH RUCCI  
Printed name of Notary

My commission expires:



AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I, Robert A. Manela, as a member of DBM Systems, L.C. (the "Company"), after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

1. The name of the Company is DBM Systems, L.C.
2. The Company has at least two (2) members.
3. The total amount of capital contributions actually contributed by the members as of this date and the amount anticipated to be contributed is \$ 1500.00.

By: Robert A. Manela  
Robert A. Manela

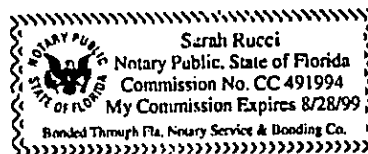
DATE: 10/23/95

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 23rd day of October, 1995, by Robert A. Manela, who is personally known to me or who has produced \_\_\_\_\_ as identification, and who did (did not) take an oath.

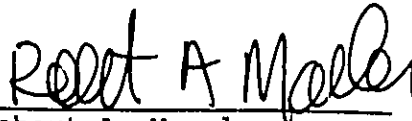
Sarah Rucci  
Notary Public, State of Florida  
SARAH RUCCI  
Print name of Notary

My Commission Expires:



CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE OF REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Company, at the place designated herein, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Robert A. Manela  
Dated: 10/23/95

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 OCT 25 AM 10:03

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

APPROVED

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
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**

1. Name and Mailing Address  
of Limited Liability Company

**DOCUMENT #L95000000823**

DBM SYSTEMS, L.C.  
240 WEST PALMETTO PARK ROAD, SUITE 300  
BOCA RATON FL 33432

1a. Principal Place of Business Address

240 WEST PALMETTO PARK ROAD,  
BOCA RATON FL 33432

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

3. Date Organized or Qualified

3a. State of Formation

11/01/1995

FL

Suite, Apt. #, etc.

Suite, Apt. #, etc.

4. FEI Number

☐ Applied For

☐ Not Applicable

65-0613215

City & State

City & State

5. Date of Last Report

6. Certificate of Status Desired

☐ Additional Fee Required

Zip

Country

Zip

Country

7. Name and Address of Current Registered Agent

8. Name and Address of New Registered Agent

MANELA, ROBERT A  
240 WEST PALMETTO PARK ROAD, SUITE 300  
BOCA RATON FL 33432

Name

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

Suite, Apt. #, etc.

City

FL

Zip Code

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

(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	MANELA, ROBERT A	10199 182ND COURT SOUTH	BOCA RATON FL
MGRM	DASZKAL, MICHAEL I	860 S.W. 16TH STREET	BOCA RATON FL
MGRM	BOLTON, JEFFREY A	5707A BOCA PINES TRAIL	BOCA RATON FL
MGRM	A.D.K. ENTERPRISES, IN	9144 N.W. 52ND COURT	CORAL SPRINGS FL
MGRM	PROCON MANAGEMENT SYST	5525 N.W. 77TH TERRACE	CORAL SPRINGS FL

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\*\*\*\*238.75 \*\*\*\*238.75

AB

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:**

SIGNATURE AND TYPE-PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Daytime Phone #