

DEC-07-1995 12:27

FLORIDA DIVISION OF CORPORATIONS

((H95000013620))

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA

409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

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FROM: EMPIRE CORPORATE K1 COMPANY
1492 W FLAGLER ST
SUITE 200

MIAMI FL 33135-

311-

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: MARTIN AND WILKINS, L.C.

FAX AUDIT NUMBER: H95000013620

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TALLAHASSEE, FLORIDA

FLORIDA DIVISION OF CORPORATIONS

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RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 5, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: MARTIN AND WILKINS, L.C.
REF: W95000023737

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: E95000013620
Letter Number: 095A00052844

ARTICLES OF ORGANIZATION

OF

MARTIN AND WILKINS, L.C.

We, the organizers hereto, do hereby execute these Articles of Organization of MARTIN AND WILKINS, L.C., a limited liability company, organized under and pursuant to the provisions of Chapter 608, Florida Statutes, 1987.

ARTICLE I. - NAME

The name of the Limited Liability Company is:

MARTIN AND WILKINS, L.C.

ARTICLE II. - ADDRESS

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

23650 S.W. 122nd Avenue
Princeton, Florida 33032

ARTICLE III. - DURATION

This limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State, Tallahassee, Florida or such other offices thereof, authorized to accept same, and for a maximum period of thirty (30) years from the date of the filing hereof, unless otherwise terminated prior thereto in accordance with law.

ARTICLE IV. - MANAGEMENT

The Limited Liability Company is to be managed by members and the name and address of the managing members are:

WILLIAM C. MARTIN

ONATHAN H. GREEN, P.A.
2400 S. Dixie Hwy., Suite 105
Miami, FL 33133
Florida Bar # 307513

H(305) 858.0008

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TALLAHASSEE, FLORIDA

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23650 S.W. 122nd Avenue
Princeton, Florida 33032

ROY F. WILKINS
23650 S.W. 122nd Avenue
Princeton, Florida 33032

ARTICLE V. - PLACE OF BUSINESS AND REGISTERED AGENT

A. Place of Business - the company's place of business within the State is at the following address:

23650 S.W. 122nd Avenue
Princeton, Florida 33032

B. Registered Agent - The name and address of the Registered Agent of the company is:

William C. Martin
23650 S.W. 122nd Avenue
Princeton, Florida 33032

ARTICLE VI. - ADMISSION OF NEW MEMBERS

Unless otherwise specified herein, no new members shall be admitted to the company during the term of its existence. New members may be admitted pursuant to a vote of not less than 100 per cent of the total existing ownership interests in the company, which percentage shall be determined and measured by the percentage of ownership interest each member has in the company as opposed to a simple majority of the members.

No individual member and/or manager of the company, if one shall be designated, shall ever have the power to terminate or grant membership to any person.

ARTICLE VII. - INTERESTS OF MEMBERS

All interests of members in the company shall be considered personal property and not real

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property. Any interest of a member in the company shall be transferred only as provided in an operating agreement to be adopted by the unanimous written agreement of all members, which agreement shall be kept and maintained with these Articles of Organization as part of the official records of the company.

ARTICLE VIII - CONTINUATION AFTER INVOLUNTARY TERMINATION

In the event of termination of the company due to death, retirement, resignation, expulsion or dissolution of a member or any other event which involuntarily terminates the company, i.e. without the consent of a majority of the ownership interests in the company, then and in that event the remaining and/or surviving members shall be fully entitled to continue the business of the company provided that not less than a majority of the ownership interests then remaining shall have agreed to do so in writing.

IN WITNESS WHEREOF, the undersigned, member, has executed the foregoing Articles of Organization this 27 day of November, 1995.

William C. Martin
William C. Martin, Organizer

STATE OF FLORIDA :

SS.

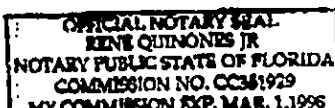
COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared William C. Martin and Martin And Wilkins, L.C., as the organizers of Martin And Wilkins, L.C., a Florida limited liability company, formation, and acknowledged that they executed the foregoing Articles of Organization for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida this 27 day of November, 1995.

Notary Public
Notary Public, State of Florida

My Commission Expires:



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CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND 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 AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

MARTIN AND WILKINS, L.C.

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

William C. Martin
23650 S.W. 122nd Avenue
Princeton, FL 33032

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.

Dated: November 30, 1995.


WILLIAM C. MARTIN

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of MARTIN AND WILKINS, 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 member is \$ 10,000.⁰⁰
- 3.) the total amount of cash or property anticipated to be contributed by members is \$ 10,000.⁰⁰. This total includes amounts from item 2 above.


WILLIAM C. MARTIN, Member

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TALLAHASSEE, FLORIDA

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

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Monham
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 # L95000000937

MARTIN AND WILKINS, L.C.
23650 S.W. 122ND AVENUE
PRINCETON FL 33032

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

7. Name and Address of Current Registered Agent

MARTIN, WILLIAM C
23650 S.W. 122ND AVENUE
PRINCETON FL 33032

1a. Principal Place of Business Address

23650 S.W. 122ND AVENUE
PRINCETON FL 33032

3. Date Organized or Qualified

12/06/1995

3a. State of Formation

FL

4. FEI Number

☒ Applied For

☐ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

☐ Active ☐ In Liquidation ☐ Revoked

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

9. Pursuant to the provisions of Sections 606.416 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

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

DATE

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

MEM

MARTIN, WILLIAM C

23650 S.W. 122ND AVE.

PRINCETON FL

MEM

WILKINS, ROY F

23650 S.W. 122ND AVE.

PRINCETON FL

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****238.75 ****238.75

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:

William C. Martin WILLIAM C. MARTIN

2/2/96 305-257-2408