

**L96000000327**

Requestor's Name  
PO Box 3628  
 Address  
ORlando FL 32802  
 City/State/Zip Phone #

000001758740  
 -03/27/96--01002--003  
 \*\*\*\*337.50 \*\*\*\*337.50

Office Use Only

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

1. Au HAC LC  
 (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

FILED  
 96 MAR 25 PM 1:34  
 SECRETARY OF STATE  
 TALAHASSEE, FLORIDA

*DOC 328598*

Examiner's Initials

AU LAC in a proper name and there is no translation.

03/25/96 MON 11:04 FAX 1 407 422 8202

W A L A M

002

**WELLS, ALLEN, LANG & MORRISON, P.A.**

ATTORNEYS AT LAW

240 NORTH ORANGE AVENUE  
ORLANDO, FLORIDA 32801-1611

POST OFFICE BOX 3628  
ORLANDO, FLORIDA 32802-3628

TELEPHONE (407) 422-8250  
FAX (407) 422-8202

March 25, 1996

VIA FAX 904-487-6013

Ms. Bobbie Eldridge  
Director, Recording Department  
Office of Secretary of State  
Tallahassee, FL

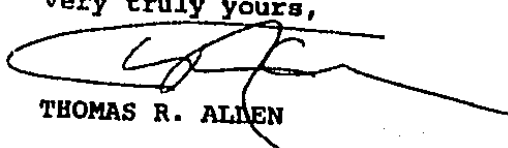
Re: Au Lac, L.C.

Dear Ms. Eldridge:

Pursuant to our telephone conversation this morning, this is to advise that the Articles of Organization for Au Lac, L.C. which we are trying to have filed this morning represents the name of a town in South Vietnam named Au Lac. In other words, Au Lac is a proper noun and as such has no translation in English.

I would appreciate it if you would help me in expediting this matter inasmuch as there are contracts being signed in the name of Au Lac, L.C. later today.

Very truly yours,

  
THOMAS R. ALLEN

TRA:bc  
Enclosure

**ARTICLES OF ORGANIZATION**

**OF**

**AU LAC, L.C.**

FILED  
96 MAR 25 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby execute these Articles of Organization ("Articles"), for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this limited liability company (the "Company") shall be AU LAC, L.C.

**ARTICLE II**

**BUSINESS AND PURPOSE**

The purpose for which the Company is organized is to transact any and all lawful business for which a limited liability company may be organized under the laws of the State of Florida.

**ARTICLE III**

**DURATION**

The Company's existence shall terminate on December 31, 2035.

**ARTICLE IV**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office and the mailing address of the Company shall be 401 W. Colonial Drive, Suite 7, Orlando, Florida 32804 and the mailing address of the principal office of the Company is the same.

**ARTICLE V**

**REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of the Company shall be located at 401 W. Colonial Drive, Suite 7, Orlando, Florida 32804 and the initial registered agent of the Company at such office shall be Daniel W. Paris. The Company shall have the right to change such

registered office and such registered agent from time to time, as provided by law.

#### ARTICLE VI

##### ADMISSION OF MEMBERS

The admission of additional members shall be accomplished only by the unanimous vote of the members, unless otherwise stated in the Regulations.

#### ARTICLE VII

##### CONTINUATION OF BUSINESS

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless in any such case, the members, by unanimous written consent, agree within ninety (90) days of such event to continue the business of the Company.

#### ARTICLE VIII

##### MANAGEMENT

The Company is to be managed by its members. The names and addresses of the managing members of the Company are:

David Drabkin	401 W. Colonial Drive, Suite 7 Orlando, Florida 32804
---------------	--

William H. MacArthur	401 W. Colonial Drive, Suite 7 Orlando, Florida 32804
----------------------	--

Daniel W. Paris	401 W. Colonial Drive, Suite 7 Orlando, Florida 32804
-----------------	--

#### ARTICLE IX

##### REGULATIONS

1. The power to adopt the Regulations of the Company (the "Regulations"), to alter, amend or repeal the regulations, or to adopt new Regulations, shall be vested in the members of the Company.

2. The Regulations of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent

with the provisions of these Articles or contrary to the laws of the State of the Florida or of the United States.

**ARTICLE X**

**AMENDMENT OF ARTICLES OF ORGANIZATION**

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner provided in the Regulations, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned member, pursuant to Section 608.407, Florida Statutes, have executed these Articles of Organization for the uses and purposes therein stated.

  
\_\_\_\_\_  
DANIEL W. PARIS  
Member

AU LAC, L.C.  
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, member or authorized representative of a member of AU LAC, L.C. do hereby certify:

1. The Company has at least two members.
2. The total amount of cash contributed by the members is \$5,000.00.
3. It is not anticipated that property other than cash will be contributed by members.
4. It is not anticipated that any additional cash or property will be contributed by the members.

DATED this 22nd day of March, 1996.

FURTHER AFFIANT SAYETH NOT.


Under penalties of perjury, we declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

  
\_\_\_\_\_  
DANIEL W. PARIS  
Member

BU LAC, L. C.  
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 22nd day of March, 1996.

  
DANIEL W. PARIS  
Registered Agent

FILED  
96 MAR 25 PM 1:34  
TALLAHASSEE, FLORIDA