

# L96000000410

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April 9, 1996

Via Federal Express

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000001775890  
-04/11/96--01004--011  
\*\*\*346.25 \*\*\*346.25

Re: The Disposition Services Group, L.C.

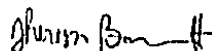
Dear Sir or Madam:

Enclosed are the following in connection with the formation of the above Limited Liability Company:

1. Articles of Organization
2. Affidavit of Membership and Contributions
3. Certificate of Designation of Registered Agent/Registered Office
4. Check in the sum of \$346.25 for filing fee, designation of registered agent, certified copy of articles and certificate of status.

Please return the certified copy and certificate of status at your earliest convenience. Thank you.

Sincerely,



Theresa Bennett

Enclosures as noted

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4/11

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## ARTICLES OF ORGANIZATION

### OF

The Disposition Services Group, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

### ARTICLE I

#### NAME

The name of the limited liability company shall be The Disposition Services Group, L.C. ("Company"). The principal place of business of the Company in Florida shall be: Suite 216, South Harbor Plaza, 1300 Southeast 17th Street Causeway, Fort Lauderdale, Florida 33316-1721.

### ARTICLE II

#### DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The company's existence shall terminate no later than December 31, 2095, unless the Company is earlier dissolved as provided in these Articles of Organization.

### ARTICLE III

#### PURPOSES AND POWERS

The general purpose for which the Company is organized is to acquire, develop, and broker the sale of real and personal property and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE IV

##### REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Theresa M. Bennett, Esq., Suite 219, South Harbor Plaza, 1300 S.E. 17th Street Causeway, Fort Lauderdale, FL 33316-1721.

#### ARTICLE V

##### CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the Company the cash or property set forth as follows:

<u>Name</u>	<u>Capital Contribution</u>
Jerry Hetfield	Services in the amount of \$ 15,000.
Sean R. Repko	Cash in the amount of \$ 35,000.
	Services in the amount of \$10,000.

#### ARTICLE VI

##### ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon unanimous consent of the members.

## **ARTICLE VII**

### **ADMISSION OF NEW MEMBERS**

#### **(TRANSFERABILITY OF INTERESTS)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE VIII**

### **TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members, provided there are at least two (2) remaining members.

## **ARTICLE IX**

### **MANAGEMENT (MANAGEMENT BY MEMBERS)**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not

inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are as follows:

<u>Name</u>	<u>Address</u>
Jerry Hetfield	757 S.E. 17th Street, Suite 368 Fort Lauderdale, FL 33316
Sean R. Repko	6807 Holliston Circle Fayetteville, New York 13066
Carolyn J. Hickey	6807 Holliston Circle Fayetteville, New York 13066

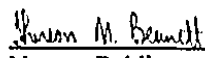
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Fort Lauderdale, Florida, for the foregoing uses and purposes this 9<sup>th</sup> day of April, 1996.

  
\_\_\_\_\_  
Jerry Hetfield

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of April, 1996, by Jerry Hetfield, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

  
\_\_\_\_\_  
Notary Public  
Print: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_



THERESA MONTALBANO BENNETT  
MY COMMISSION CC477136  
EXPIRES JUNE 28 1999

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of The Disposition Services Group, L.C., as the registered agent of this limited liability company, hereby consents to her appointment as registered agent of the Company.

Sharon M. Bennett  
Registered Agent

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of The Disposition Services Group, L.C. deposes and says:

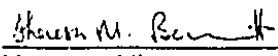
1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$35,000.
3. If any, the agreed value of property other than cash contributed by members is \$25,000. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members is \$60,000. This total includes amounts from 2 and 3 above.

  
Member-Jerry Hetfield

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of April, 1996, by Jerry Hetfield, who is personally known to me, or who has produced \_\_\_\_\_ as identification and who did take an oath.

  
Notary Public  
Print: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_



THERESA MONTALBANO BENNETT  
MY COMMISSION CC477135  
EXPIRES JUNE 28 1999

**Description of Cash & Property  
contributed by members of  
The Disposition Services Group, L.C.**

<u>Name</u>	<u>Capital Contribution</u>
Jerry Hetfield	Services in the amount of \$ 15,000.
Sean R. Repko	Cash in the amount of \$ 35,000. Services in the amount of \$10,000.



**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: The Disposition Services Group, L.C.
2. The name and address of the registered agent and office is:

Theresa M. Bennett, Esq.  
1300 S.E. 17th Street, #219  
Fort Lauderdale, FL 33316-1721

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 to my position as registered agent.

Theresa M. Bennett  
(Signature)

April 9, 1986  
(Date)