

Document Number Only

L96000000802

FILED

96 JUL 30 PM 3:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

500001911295

-08/02/96--01026--0011

***285.00 ***285.00

CORPORATION(S) NAME

Florida - Oregon Associates, L.C.

☐ Profit

☐ NonProfit

☒ Limited Liability Co. FL

☐ 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

☒ Walk In

☐ Mail Out

☐ Call If Problem

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPIES
FILE STAMPED

7 30

RECEIVED
96 JUL 30 PM 2:37
DIVISION OF CORPORATION

CR2E031 (1-89)

D. BROWN JUL 30 1996

ARTICLES OF ORGANIZATION
OF
FLORIDA-OREGON ASSOCIATES, L.C.

FILED
96 JUL 30 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as organizer of Florida-Oregon Associates, L.C., under the Florida Limited Liability Company Act, adopts the following Articles of Organization for said Limited Liability Company:

I.

NAME OF COMPANY

The name of the limited liability company is Florida-Oregon Associates, L.C. (the "Company").

II.

PERIOD OF DURATION

The period of duration is twenty (20) years from the date of filing of these Articles of Organization with the Florida Department of State, unless the Company is sooner dissolved.

III.

PURPOSE

The Company is organized for the purpose of formulating, manufacturing, distributing and selling chemical products to wholesale customers, specifically for the purpose of developing and marketing palletizing compounds, and for any other purposes that the Members, in their discretion, may consider reasonably related thereto.

IV.

MANAGER

The Company's business will be managed by a Manager. Paul Mazi, who is the organizer of the Company, will serve initially as Manager. The Manager shall have the right to conduct business in behalf of the Company, in the ordinary course, subject to such limitations as are set forth in the Company's Operating Agreement.

V.

PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company are as follows:

c/o Apex Services
120 International Parkway, Suite 220
Heathrow, Florida 32746

VI.

REGISTERED OFFICE AND AGENT

The Company's initial registered office in Florida is c/o Apex Services, 120 International Parkway, Suite 220, Heathrow, Florida 32746. The name and address of the initial registered agent at that address is Bruce Hale.

VII.

ORGANIZER

The name and address of the organizer of the Company are as follows:

Paul Mazi
c/o Apex Services
120 International Parkway, Suite 220
Heathrow, Florida 32746

VIII.

ADDITIONAL MEMBERS

Additional Members may be admitted as approved unanimously by the Members, consistent with the terms and conditions of the Company's Operating Agreement.

IX.

OPERATING AGREEMENT

The adoption of the Company's Operating Agreement shall require the unanimous consent of and execution by all Members of the Company and shall set forth provisions for management of the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with law or these Articles.

X.

CONTINUATION UPON WITHDRAWAL OF MEMBER

The Members shall have the right to continue the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any event that terminates the continued membership of a Member in the Company (collectively, "Withdrawal"), as long as there are at least two (2) remaining Members, as set forth in the Operating Agreement of the Company.

XI.

LIABILITIES OF MEMBERS

Members of the Company are not personally liable for any debt, obligation or liability of the Company merely by reason of being a Member.

XII.

AMENDMENT

Amendment of these Articles of Organization shall require the unanimous consent of the Member ownership interests.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 16th day of July, 1996.



Paul Mazi, Organizer

AFFIDAVIT

STATE OF OREGON)
) ss.
County of Multnomah)

I, Paul Mazi, being first duly sworn, hereby depose and say:

1. I am one of the members of Florida-Oregon Associates, L.C.
2. Florida-Oregon Associates, L.C. has the following three members: Mark Jarand, Bruce Hale, and Paul Mazi.
3. Florida-Oregon Associates, L.C. is being capitalized initially with contributions totalling \$500 cash. The members intend to make additional capital contributions as needed to fund operations.

Paul Mazi
Paul Mazi

Subscribed and sworn to before me this 16th day of July, 1996.

STATE OF OREGON :
COUNTY OF MULTNOMAH :
SUBSCRIBED AND :

Kathy C. Gales
NOTARY PUBLIC FOR OREGON
My commission expires: 10/23/99



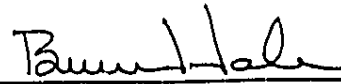
CONSENT TO SERVE AS REGISTERED AGENT

I, Bruce Hale, c/o Apex Services, 120 International Parkway, Suite 220, Heathrow, Florida 32746, hereby consent to serve as Registered Agent in the State of Florida for the following limited liability company:

Florida-Oregon Associates, L.C.

I understand that, as Registered Agent, it will be my responsibility to receive service of process; to forward all mail; and immediately to notify the Florida Department of State in the event of my resignation or of any changes in the registered office address.

DATED this 22 day of July, 1996.



Bruce Hale

FILED
96 JUL 30 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA