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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100001986391--8

-10/25/96--01074--020

\*\*\*\*285.00 \*\*\*\*285.00

100001986391--8

-10/25/96--01074--021

\*\*\*\*105.00 \*\*\*\*105.00

Highway Loans of Florida, L.C.

☐ Profit

☐ NonProfit

FL ☒ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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W96-22524



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

October 22, 1996

**CT CORPORATION SYSTEM**

**TALLAHASSEE,**

**SUBJECT: HIGHWAY LOGOS OF FLORIDA, L.C.**  
**Ref. Number: W96000022524**

We have received your document for HIGHWAY LOGOS OF FLORIDA, L.C. and check(s) totaling \$390.00. However, your check(s) and document are being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6067.

**Neysa Culligan**  
**Document Specialist**

**Letter Number: 796A00048730**

*please  
backdate  
CT-CORP*

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**DIVISION OF CORPORATIONS**

ARTICLES OF ORGANIZATION  
OF  
HIGHWAY LOGOS OF FLORIDA, L.C.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 OCT 22 PM 2:50

1. Name. The name of this limited liability company is HIGHWAY LOGOS OF FLORIDA, L.C., a Florida limited liability company (the "Company").
2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. Place of Business. The mailing and street address of the Company's principal office is 3151 Airway Avenue, Suite F-110, Costa Mesa, California 92626.
5. Registered Agent and Office. The name of the initial registered agent of the Company is CT Corporation System. The street address of the initial registered agent of the Company is 1200 South Pine Island Road, Plantation, Florida 33324.
6. Initial Contributions to the Company. The total amount of cash initially contributed to the Company by the members is \$1,000.00.
7. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.
9. Management of the Company. The management of the Company is reserved to its members. The Company shall be managed in accordance with the regulations and operating agreement adopted by all of the initial members (the "Regulations"). The names and addresses of the initial members are:

MCA Peter B. Morin  
3151 Airway Avenue, Suite F-110  
Costa Mesa, California 92626

Daniel T. Day  
3151 Airway Avenue, Suite F-110  
Costa Mesa, California 92626

Dennis J. Day  
3151 Airway Avenue, Suite F-110  
Costa Mesa, California 92626

Adopt-A-Highway Maintenance Corporation,  
a California corporation  
3151 Airway Avenue, Suite F-110  
Costa Mesa, California 92626

10. Regulations. The members shall have the power to adopt, alter, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

11. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

12. Certificated Interests. The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 21st day of October, 1996.

*Managing*

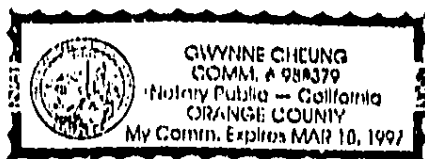
MEMBER:

  
Peter B. Morin

STATE OF CALIFORNIA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 21st day of October, 1996, before me personally appeared Peter B. Morin, who is personally known to me to be the person who executed the above instrument and who acknowledged before me that he executed the above instrument,

or who has produced CALIFORNIA DRIVER'S LICENSE  
P. N. 9347798 as identification and  
who did/did-not take an oath.



Gwynne Cheung  
NOTARY PUBLIC  
Name: GWYNNE CHEUNG  
My Commission Expires: 3-10-97

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, I hereby 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.

CT CORPORATION SYSTEM

By: Carrie Bryan  
Asst. Secretary

Dated: 10/22, 1996

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**AFFIDAVIT OF LIMITED LIABILITY COMPANY  
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)**

I, Peter B. Morin, constituting one of the initial members of Highway Logos of Florida, L.C., a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certify as follows:

1. The Company has at least two (2) members.
2. The members of the Company have contributed a total of \$1,000.00 of cash to the Company.
3. No property other than the cash identified in numbers 2 and 4 hereof will be contributed.
4. It is anticipated that \$1,000.00 in cash will be contributed in the future by the members of the Company. This results in a total of \$5,000.00 in cash contributed and anticipated to be contributed to the Company and no property.

Executed this 21st day of October, 1996.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

MEMBER:

  
Peter B. Morin

STATE OF CALIFORNIA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 21st day of October, 1996, by Peter B. Morin, as a member of Highway Logos of Florida, L.C., on behalf of the Company, who is personally known to me or has produced CALIFORNIA DRIVER'S LICENSE as identification.

NO. N 9347798



  
NOTARY PUBLIC

Name: GWYNNE CHEUNG

Serial #: 988379

My Commission Expires: 3-18-97

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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Highway Logos of Florida, LLC

900002064729-1-4  
-01/22/97--01116--005  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

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Art. of Dissolution

N HENDRICKS JAN 15 1997

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7 JAN 15 PM 11:47  
DIVISION OF CORPORATION

**ARTICLES OF DISSOLUTION  
FOR  
A FLORIDA LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

1. The name of the limited liability company is Highway Logos of Florida, L.C.
2. The effective date of the limited liability company's dissolution is December 2, 1996.
3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

Unanimous Written Agreement of all Members

4. CHECK ONE :

- ☒ All debts, obligations and liabilities of the limited liability company have been paid or discharged.

-OR-

- ☐ Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. CHECK ONE :

- ☒ There are no suits pending against the company in any court.

-OR-

- ☐ Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.

Signatures of all members :

Signature

Typed or Printed name

PETER B. MORIN

Peter B. Morin

DANIEL T. DAY

Daniel T. Day

DENNIS J. DAY

Dennis J. Day

ADOPT-A-HIGHWAY MAINTENANCE  
CORPORATION

Adopt-A-Highway Maintenance Corporation

By: Peter B. Morin, President

BY:

PETER B. MORIN, PRESIDENT

(FLA. - LLC - 3413 - 8/9/94)