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October 31, 1996

Division of Corporations
P.O. Box 5588
Tallahassee, FL. 32314

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-11/05/96--01186--001
****285.00 ****285.00

RE: MAC-FURST CONSTRUCTION L.C.

Dear Sir:

Please find enclosed the articles of organization for
MAC-FURST CONSTRUCTION L.C. as well as the filing fee of \$285.00.
Please return proof of filing to the undersigned.

Respectfully,

Howard M. Swerbilow
HOWARD M. SWERBILOW

HMS/sf
Enclosures, as stated

F. CHESTER NOV 6 1996



ARTICLES OF ORGANIZATION

OF

MAC-FURST CONSTRUCTION L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be MAC-FURST CONSTRUCTION L.C., and its principal office shall be located at 829 Berkshire Dr., in the City of Rockledge, County of Brevard, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to

the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

T. M. McGlothlin
Timothy J. Furth

829 Berkshire Dr.
Rockledge, FL. 32955

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent, Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A new member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining balance.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1.00 cash shall be

paid to the limited liability company by the two (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII

DURATION

This limited liability company shall exist in perpetuity, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

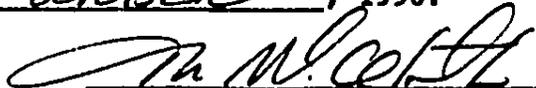
ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 829 Berkshire Dr., City of Rockledge, County of Brevard, State of Florida, and the name of the company's initial registered agent at that address is T.M. McGlothlin.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of MAC-FURST CONSTRUCTION L.C.

Executed by the undersigned at Rockledge, Florida on this 31 day of OCTOBER, 1996.



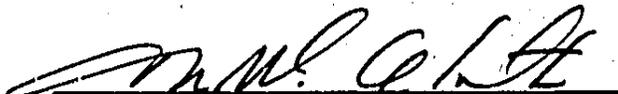
T. M. MCGLOTHLIN

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

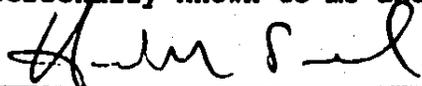
STATE OF FLORIDA
COUNTY OF BREVARD

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of MAC-FURST CONSTRUCTION L.C., deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$2.00.
3. If any, the agreed value of property other than cash contributed by the members is \$ -0-.
4. The total amount of cash or property anticipated to be contributed by the members is \$ 2.00-. This total includes the amounts from 2 and 3 above.


T. M. McGLOTHIN

The foregoing instrument was acknowledged before me this 31 day of Oct, 1996, by T. M. McGLOTHIN, on behalf of MAC-FURST CONSTRUCTION L.C., a limited liability company. He is personally known to me and who did take an oath.


Notary Public
Howard M Swerbiłow
Printed Name
My Commission Expires:



HOWARD M. SWERBIŁOW
MY COMMISSION # CC256590 EXPIRES
February 24, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

**DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANISED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: MFC-FURST CONSTRUCTION L.C.

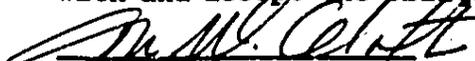
2. The name and address of the registered agent and office is:

T.M. McGLOTHIN

829 BERKSHIRE DR.

ROCKLEDGE, FLORIDA 32955

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.


(Signature)

10/31/94
(Date)