

L96000001255

New Vision Technologies LLC
Requestor's Name

4520 Harte Way
Address

Pensacola, FL 32505
City/State/Zip Phone #

Office Use Only

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

1. New Vision Technologies, L.L.C. 400002868794--1
(Corporation Name) (Document #) -05/07/99--01164--001
****250.00 *****52.50

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. 00085-000711
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

| 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 |

Mr. Dirlax GAVE
AUTHORIZATION BY PHONE TO
Mr. Dirlax
CERTIFIED COPY
DATE 5/16/99
REG. FEE \$36.25
- gives original file
- date of request
- 4/11
5/11

Amend
sent file +
ref. application
5/12/99
- 4/11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99 APR -8 PM 4:31
FILED
FF #52.50

L96000001255 5/12
Examiner's Initials *Ult*



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 13, 1999

NEW VISION TECHNOLOGIES, L.L.C.
4520 HAVRE WAY
PENSACOLA, FL 32505

SUBJECT: NEW VISION TECHNOLOGIES, L.L.C.
Ref. Number: L96000001255

We have received your document for NEW VISION TECHNOLOGIES, L.L.C., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$52.50.

The fee to file this document is \$52.50. For each certified copy requested, please add an additional \$52.50.

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 (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00018482

N.V.T. L.L.C.

Allen F. Wichtendahl, President
1112 Arden Street
Pensacola, Florida 32504
(850) 475 - 8212
May 3, 1999

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: "Annual Report" and "Amended and Restated Articles of Organization" Filing, submitted
April 7, 1999

To Whom It May Concern:

As the only managing member authorized by the members of New Vision Technologies, L.L.C., (enclosure #1) I submitted an "Annual Report" and the "Amended and Restated Articles of Organization" on April 7, 1999. It has come to my attention and is my understanding that this submission was deficient in some manner, as the documents were returned, along with a letter of explanation from your Division, to the former N.V.T., L.L.C. office instead of the return address on the envelope mailed to you from the new office of our company. Due to a lack of cooperation of the former Registered Agent, the communiqué from your office to ours is not available to us. ✓

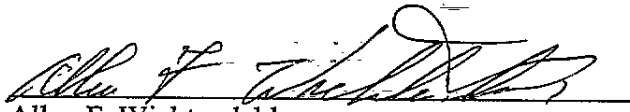
I also understand that the former registered agent, Ms. Betty Carrier, submitted an "Annual Report" and an "Amendment" on April 13, 1999. I must advise you that Ms. Carrier was removed from all office and authority on March 12, 1999 (enclosure #2). And as her residence is the former location of our office, it is painfully obvious that she acted with full knowledge and intent in her response to receiving the returned documents from your office that I submitted on the 7th of April, 1999. ✓

For your reconsideration I am again submitting our "Annual Report" (enclosure #3) and the "Amended and Restated Articles of Organization" (enclosure #4), with the proper fees. Please reference enclosures #1 and #2 for substantiation of authority for these changes, as we have a clear majority vote on these matters. ✓

N.V.T. L.L.C.

Should you need anything further to complete the filing of these documents, please contact me **at the above address**. Also by right, I am specifically requesting the effective date of filing of both the "Annual Report" and the "Amended and Restated Articles of Organization", to be "the date that would have been applied had the original document not been deficient" (reference F.S. 608.4082).

Sincerely,

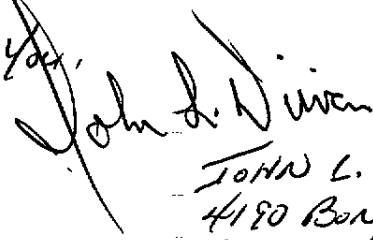


Allen F. Wichtendahl
Manager, New Vision Technologies, L.L.C.

Dear Brenda TADLOCK,

I Just Spoke with Cathy in your office,
She recommended that you handle this Request.
My name is JOHN L. DIRIAN AND you can reach me at
(850) 341-1241. I AM A member of N.V.T. L.L.C. AND
Helping MR. Wichtendahl with some of the
Administration Duties of our Company.

Thank You,



JOHN L. DIRIAN
4180 BONWAY DR
PENSACOLA, FL
32504

(850) 341-1241

Enclosure

CC: File

N.V.τ. L.L.C.

Allen F. Wichtendahl, President

1112 Arden Street

Pensacola, Florida 32504

(850) 475 - 8212

ENCLOSURE # 1

March 12, 1999

We the undersigned, as the majority of members/owners - therefore the controlling interest - of N.V.T., L.L.C., pursuant to chapter 608 sections 422, 4225, 423 and 4231 of the Florida Limited Liability Company Act, and pursuant to ARTICLE VII and ARTICLE VIII of the Operating Agreement of N.V.T., L.L.C., hereby acknowledge Allen F. Wichtendahl as the president of N.V.T., L.L.C. As president of N.V.T., L.L.C. has full authority to represent, make, act, sign on behalf of and to number N.V.T., L.L.C. and any assets held by N.V.T., L.L.C. in compliance with chapter 608 section 4225 of the Florida Limited Liability Act, and ARTICLE VII of the Operating Agreement of N.V.T., L.L.C.

| Print Name | Signature | Date |
|----------------------|----------------------|---------|
| William Simpson | William Simpson | 3/12/99 |
| TERRY SIMPSON | Terry Simpson | 3-12-99 |
| Robert Jones | Robert Jones | 3-12-99 |
| VIRGINIA MERRITT | Virginia Merritt | 3-12-99 |
| Cathy Trester | Cathy Trester | 3-12-99 |
| Kimberly Downs | Kimberly Downs | 3/12/99 |
| GORDON DOWNS | Gordon Downs | 3-12-99 |
| Juanita S. Murphy | Juanita Murphy | 3-12-99 |
| VIRGINIA CORTER | Virginia Corter | 3-12-99 |
| Mark J. Winter | Mark J. Winter | 3-12-99 |
| Theresa R. Auld | Theresa R. Auld | 3-12-99 |
| FANCES I. LUCERO | Fances I. Lucero | 3/12/99 |
| L. V. R. Lucero | L. V. R. Lucero | 3/12/99 |
| Allen F. Wichtendahl | Allen F. Wichtendahl | 3/12/99 |
| Richard A. Merritt | Richard A. Merritt | 3/12/99 |
| Michael T. Agerton | Michael T. Agerton | 3/12/99 |
| JOHN L. DIRIAN | John L. Dirian | 3/12/99 |

This is a TRUE + ACTUAL
COPY



Richard A. Merritt
My Commission CC882502
Expires September 22, 2001

N.V.T. L.L.C.

Allen F. Wichtendahl, President

1112 Arden Street

Pensacola, Florida 32504

(850) 475 - 8212

ENCLOSURE # 2

March 12, 1999

We the undersigned, as the majority of members/owners - therefore the controlling interest - of N.V.T., L.L.C., pursuant to chapter 608 sections 4225, 423, and 4231 of the Florida Limited Liability Company Act, and pursuant to ARTICLE VIII of the Operating Agreement of N.V.T., L.L.C., hereby remove all authority from Betty Carrier, Monica Agerton, and Shirley Davis to represent, make, act, sign on behalf of, or in any way encumber N.V.T., L.L.C., or any assets held by N.V.T., L.L.C. This is effective immediately. ~~Betty CARRAR Monica Agerton & Shirley DAVIS ARE~~

Hereby Removed from Office Immediately.

Print Name

Signature

Date

William Simpson

William Simpson

3/12/99

Robert Jones

Robert Jones

3/12/99

TERRY SIMPSON

Terry Simpson

3-12-99

Richard A. Merritt

Richard A. Merritt

3-12-99

Virginia A. Merritt

Virginia Merritt

3-12-99

Michael T. Agerton

Michael T. Agerton

3/12/99

Cathy Trester

Cathy Trester

3-12-99

GORDON DOWNS

Gordon Downs

3-12-99

Kimberly Davis

Kimberly Davis

3/12/99

Juanita L. Murphy

Juanita Murphy

3-12-99

VIRGINIA CORTER

Virginia Corter

3-12-99

Mark T. Winter

Mark T. Winter

3-12-99

Theresa R. Alvo

Theresa R. Alvo

3-12-99

Frances I. Lucero

Frances I. Lucero

3-12-99

Larry R. Lugero

Larry R. Lugero

3-12-99

ALLEN F. VICKENDAH

Allen F. Vickendahl

3/12/99

JOHN L. DIRIAN

John L. Dirian

3/12/99

This is a TRUE
and actual copy



Richard A. Merritt
My Commission CC682502
Expires September 22 2001

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

NEW VISION TECHNOLOGIES, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR -8 PM 4:32

FILED

FIRST: The date of filing of the articles of organization was 12/02/1996

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

ARTICLE I NAME AND PRINCIPAL OFFICE
ARTICLE II REGISTERED OFFICE AND AGENT

SEE ATTACHED
SEE 1999 ANNUAL RPT FILE
ALLEN F.

WICHTENDAHL
ARTICLE VI CONTINUITY OF BUSINESS
ARTICLE VII MANAGEMENT
ARTICLE VIII MEETINGS OF MEMBERS
ARTICLE XI FINANCIAL MATTERS
ARTICLE XII AMENDMENTS

SEE ATTACHED
SEE ATTACHED
SEE ATTACHED
SEE ATTACHED
SEE ATTACHED

Dated MARCH 12, 19 99



Signature of a member or authorized representative of a member

ALLEN F WICHTENDAHL

Typed or printed name of signee

Filing Fee: \$52.50

N.V.T. L.L.C.

Allen F. Wichtendahl, President
1112 Arden Street
Pensacola, Florida 32504
(850) 475 - 8212

Amended and Restated Articles of Organization

**Operating Agreement
of
NEW VISION TECHNOLOGIES, L.L.C.**

**Article I
Name and Principal Office**

The name of this limited liability Company is:

NEW VISION TECHNOLOGIES, L.L.C.

The location of the Company's principal office is 1112 Arden Street, Pensacola, FL 32504. The members of the Company may establish such other offices as they deem to be in the best interest of the Company, either within or without the State of Florida.

**Article II
Registered Office and Agent**

The location of the Company's registered office is 1112 Arden Street, Pensacola, FL 32504.

The identity of the Company's registered agent is Allen F. Wichtendahl.

The registered office and the registered agent of the Company may be changed as deemed necessary by a majority vote of the members and by amending this Operating Agreement.

**Article III
Purpose**

The business of this Company shall be to engage in any business in which a limited liability company is authorized to engage under the laws of the State of Florida.

Article IV

Duration

The Company shall exist perpetually.

Article V

Membership

There are currently in excess of twenty five members in the Company. Additional members may be admitted to the Company upon a majority consent of its managers.

Each member shall have the right to one vote on any action requiring the consent or approval of the members.

Any member may transfer their membership in this Company to any other person, subject to the conditions set out in this Article; however, the transferee shall only acquire the right to share in any profits or other compensation or the return of contribution that would have otherwise been paid to the transferring member.

A membership certificate shall be given to each member which shall include the following information: the name and principal address of the Company, the name of the member, the value of the capital contribution, the signature(s) of the manager(s), and a statement in bold print stating that the membership certificate is issued pursuant to this Operating Agreement and that the transfer or other encumbrance of the membership represented by the certificate of membership is subject to certain restrictions as set out in the Operating Agreement.

No member may transfer or otherwise encumber his or her membership in the company without first offering said membership to the Company. In the event the company fails or refuses to accept said offering, the offering member may then transfer or encumber his or her membership in the Company subject only to the restriction of the right to participate in the management of the Company as stated above.

Article VI

Continuity of Business

Upon the majority consent of the remaining members, the Company shall have the right to continue its business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Company.

Article VII

Management

The manager(s) will operate this company in accordance with the Florida Limited Liability Act, most specifically Florida Statute 608.4225, and this Operating Agreement. No manager may encumber or obligate the Company beyond the scope of day-to-day business without the approval of a majority of the members. For the purposes of this Operating Agreement, day-to-day business will be defined as any act involving less than one thousand dollars (\$1,000.00) per occurrence. The method of approval may be at a meeting of the members or maybe obtained by individual contact of the members. In either case, all members should reasonably have the opportunity to approve or disapprove.

Currently, the Company is being managed by Allen F. Wichtendahl. The members may choose to elect additional managers at any time. Mr. Wichtendahl's address is as follows:
1112 Arden St., Pensacola, FL 32504.

Article VIII

Meetings of Members

The members shall hold an annual meeting on the last regular business day of the month of November each year. The purpose of this meeting shall be to conduct and transact such business as may come before the meeting.

The members may hold special meetings at such times and for such purposes as the needs of the Company require. Notice of each meeting shall be given to the members by the member calling the meeting in such manner and form as will result in actual notice being given to each member as to the time, place, and purpose for each meeting. Notice of any meeting may be waived by each member in actual attendance at such meeting.

A quorum for any meeting shall be a majority of the members. If less than a quorum is present at any meeting, those present shall have the authority to adjourn and reschedule the meeting until such time as a quorum is present.

At any meeting where a quorum is present, a majority vote of those members present who have the right to participate in management shall pass the issue being voted and the result of such election shall bind the Company.

Voting by proxy or by any other similar method approved by management, shall be allowed at any meeting. If any member with the right to participate in the management of the Company is a corporation, partnership or company, that members vote shall be cast by a duly authorized representative of said member, the identity of whom shall be recorded in the membership of the Company.

Article IX
Books and Records

A record of members of the Company shall be maintained. This record shall contain the name and address of each member, the value of their capital contribution, and their duly authorized representative for voting purposes in the event the member is a corporation, partnership or company.

Regular financial records and books of account shall be kept and maintained. Such other records as are necessary shall be kept and maintained. All records and books shall be kept at the Company's principal place of business and shall be open to inspection by all members at all reasonable times.

Article X
Distribution of Profits

The members may from time to time unanimously declare and distribute profits to themselves in proportion to their numbers of shares as recorded in the records of the Company. No such distribution shall be made if it will result in the insolvency of the Company.

Article XI
Financial Matters

The fiscal year of the Company shall begin on January 1 and shall end on December 31 of each year.

All funds of the Company shall be deposited in accounts held in the Company name such in such banks as the members shall select.

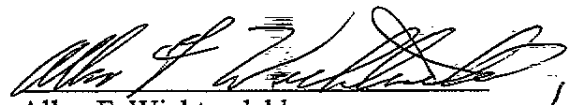
All checks or other orders or promises for payment of the obligations of the Company shall be drawn or made on accounts held in the Company name.

No loans or contracts shall be made on behalf of the Company except after discussion and majority approval of same at any meeting of the members

Article XII
Amendments

This Operating Agreement may be amended as deemed necessary by a majority vote of the members; however, such amendments shall be in compliance with the laws of the State of Florida and the Florida Limited Liability Company Act.

THE UNDERSIGNED MEMBERS OF THE COMPANY, do hereby acknowledge that they have read this Operating Agreement, and that they understand the terms and conditions of this Operating Agreement.



Allen F. Wichtendahl
President, N.V.T., L.L.C.