

L97000000085

SECRETARY'S OFFICE
DIVISION OF CORPORATIONS
97 JAN 22 PM 2:13

Tom Adams

(Requestor's Name)

250 Community College Parkway, S.E.
Rm. 158

(Address)

Palm Bay, FL

(City, State, Zip)

407/632-1111 x. 2208

(Phone #)

OFFICE USE ONLY

300002068253--7

-01/24/97--01076--023

****215.00 ****215.00

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

1. Foundation Park Manufacturing Center #1, P.C.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #) 300002068253--7
-01/24/97--01076--023

3. (Corporation Name) (Document #) ****122.50 ****122.50

4. (Corporation Name) (Document #)

☐ Walk in

☒ Pick up time

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" 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

CALL WHEN
Ready
Robin
224-5169

Examiner's Initials

D. BROWN JAN 22 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 22 PM 2:13

**Articles of Organization of Foundation Park
Manufacturing Center #1, a Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE 1

Name

The name of this company shall be Foundation Park Manufacturing Center #1. L.C.

ARTICLE 2

Duration/Continuation

The period of this company's duration shall be 30 years unless terminated by the unanimous written agreement of all members or by 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, unless the business of the company is continued by the consent of all the remaining members, or by the amendment of these Articles of Organization providing for the continued membership of a member, of the company subsequent to the foregoing events.

ARTICLE 3

Address

The mailing address is 250 Community College Parkway, S.E., Room 158, Palm Bay,
FL 32909.

ARTICLE 4

Registered Agent

The name and street address of the initial registered agent and office for this company is
as follows:

William J. Roberts
217 South Adams Street
Tallahassee, FL 32301

ARTICLE 5

**Admission of Additional Members; and
Terms and Conditions of Such Admissions**

Additional Members may be admitted upon the approval of a majority of the Members of the Company, after review of the written application of such new Member, in the manner set forth in the regulations of this Company.

ARTICLE 6
Right to Continue Business

The remaining members may continue the 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 in the company.

ARTICLE 7
Management of Company

The business of the Company shall be managed by the designated managing members.

The name and address of the managers who are to serve until the first annual meeting of Members or until their successors are elected and qualify are:

<u>Name</u>	<u>Address</u>
David C. Henderson, President	200 Stevens Drive, Suite 210 Lester, PA 19113
Thomas B. Adams, Vice President/ Secretary/Treasurer	250 Community College Parkway, S.E., Room 158 Palm Bay, FL 32909

ARTICLE 8
Amendments of Articles of Organization

An amendment to these Articles of Organization shall be on such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE 9
Regulations of the Company

The power to adopt, alter, amend or appeal the regulations of the limited liability company shall be vested in the Managers of the company. Regulations adopted by the Managers may not be repealed or altered by the members.

ARTICLE 10
Informal Action of Members

Any action of the Managers may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Managers who would be entitled to vote upon such action at a meeting.

ARTICLE 11
Contracting Debt

Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Manager(s) or if managed by the Members, by any Member of this Company, unless otherwise provided herein.

ARTICLE 12
Transferability of Member's Interest

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. 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 that Member otherwise would be entitled.

ARTICLE 13
Return of Member Capital Contribution

A Member shall not receive out of the Company property any part of his or its contribution to capital until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

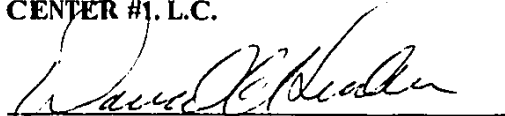
(b) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,

(c) these articles of organization are canceled or so amended as to set out the withdrawal reduction.

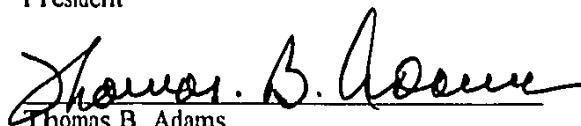
A Member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator(s) have hereunto set their hands and seals this 15th day of January, 1997.

FOUNDATION PARK MANUFACTURING
CENTER #1, L.C.



David C. Henderson
President

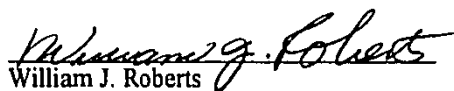


Thomas B. Adams
Vice President/Secretary/Treasurer

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, I hereby accept the appointments 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

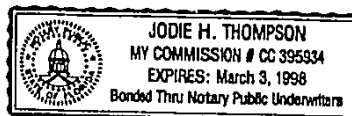
ROBERTS AND EGAN, P.A.


William J. Roberts
Registered Agent

97 JAN 22 PM 2:14
DIVISION OF REVENUE
STATE OF MISSISSIPPI

STATE OF FLORIDA}
COUNTY OF brevard}

On this 15th day of January, 1997, before me, THOMAS B. ADAMS, known to me to be the person whose name is subscribed to the within instrument and he acknowledged to me that he executed this instrument.



Jodie H. Thompson
Signature of Notary
Jodie H. Thompson
Typed/Printed Name of Notary
Commission No. CC 395934
Commission Expires: March 3, 1998

Affiant ☒ Known ☐ Unknown
ID Produced NA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned member(s) of Foundation Park Manufacturing Center #1, deposed and says:

1. The above named limited liability company has two members;
2. The total amount of capital contributions to date of the members is One Thousand Dollars (\$1,000).
3. These contributions were made totally in cash. Sixty percent by Thomas B. Adams, Jr. and forty percent by David C. Henderson.

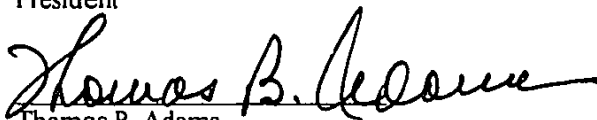
Dated this 15th day of January, 1997.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury we declare that we have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.



David C. Henderson
President

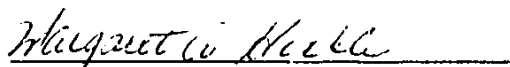


Thomas B. Adams
Vice President/Secretary/Treasurer

STATE OF ~~FLORIDA~~ PENNSYLVANIA
COUNTY OF DELAWARE

On this 16th day of June, 1997, before me, DAVID C. HENDERSON, known to me to be the person whose name is subscribed to the within instrument and he acknowledged to me that he executed this instrument.

Notarial Seal
Margaret A. Hinkle, Notary Public
Timber Hill, Delaware County
My Commission Expires June 21, 1999
Not a Seal, Please See Association of Notaries


Signature of Notary
MARGARET A. HINKLE
Typed/Printed Name of Notary
Commission No. _____
Commission Expires: 6/21/99

Affiant _____ Known _____ Unknown _____
ID Produced _____