

L97000000485



ACCOUNT NO. : 072100000032

REFERENCE : 350941 7121832

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 1, 1997

ORDER TIME : 12:03 PM

ORDER NO. : 350941-005

CUSTOMER NO: 7121832

CUSTOMER: Ms. Ruth D. Stanley
EBI

150 Wildwood Road

Deland, FL 32720

100002168841--0

-05/07/97--01005--001

****346.25 ****346.25

DOMESTIC FILING

NAME:

Group International,
STRATEGIES ~~INTL~~, L.C.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED LIABILITY *Company*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS: _____

TALLAHASSEE, FLORIDA

97 MAY -1 PM 9:23

RECEIVED
97 MAY -1 PM 1:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MAY - 6 1997

(9)
W97-10129

**TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY**

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

SUBJECT: Strategies Ltd., L.C.
Group International
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy of the articles of organization and a check for :

☐ \$285.00
Filing Fee
& Registered
Agent designation

☐ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☐ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☒ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

FROM: Penny D. Morford
Name (Printed or typed)

14 Autumnwood Trail

Address

DeLand, Florida 32724

City, State & Zip

904-734-3196

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: STRATEGIES LTD., L.C.
Ref. Number: W97000010129

We have received your document for STRATEGIES LTD., L.C. and check(s) totaling \$346.25. However, your check(s) and document are being returned for the following:

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 997A00023039

RESUBMIT

Please give original
submission date as file date

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

RECEIVED
MAY - 6 AM 8:
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
of
STRATEGIES GROUP INTERNATIONAL, L.C.

FILED
97 MAY -1 AM 9:23
SEC. OF STATE
TALLAHASSEE, FLORIDA

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 **Strategies Group International, L.C.** and the mailing and street address of its principal office is 14 Autumnwood Trail, in the city of DeLand, County of Volusia, State of Florida 32724, 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 the 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 its members.

ARTICLE IV MANAGEMENT

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

CLARENCE O. HAMPTON III
855 Torchwood Drive
DeLand, Florida 32724

PENNY D. MORFORD
150 Wildwood Road
DeLand, Florida 32720

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 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 members.

ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$500.00 cash shall be paid to the limited liability company by the two members in two equal shares of \$250.00 each. 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 PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members at any time during the year but not later than March 15th following the close of the fiscal year.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII DURATION

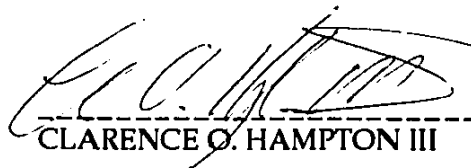
The limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or by unanimous vote of its members.


ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 14 Autumnwood Trail, city of DeLand, County of Volusia, State of Florida, and the name of the company's initial registered agent at that address is Ruth D. Stanley.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Strategies Group International, L.C.

Executed by the undersigned at DeLand, Florida, on April 28, 1997.

 CLARENCE O. HAMPTON III

 PENNY D. MORFORD

STATEMENT AND ACCEPTANCE OF REGISTERED AGENT

State of Florida
County of Volusia

Pursuant to the provisions of F.S. 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Strategies Group International, L.C.

The name of the registered agent for Strategies Group International, L.C. is Ruth D. Stanley, and the street address of the company's principal office where the agent is located is 14 Autumnwood Trail, DeLand, Florida 32724

This statement is to acknowledge that, as indicated above, Strategies Group International, L.C. has appointed me, Ruth D. Stanley, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated April 29th, 1997.

Ruth D. Stanley
Ruth D. Stanley

The foregoing instrument was acknowledged before me this 29th day of April, 1997, by Ruth D. Stanley, agent on behalf of Strategies Group, a limited liability company. She is personally known to me or has produced International, L.C. as identification.



Karen A. Witham
Printed Name of Notary

DELAN
FLORIDA



97 APR - 1 AM 5:23

FM 140

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

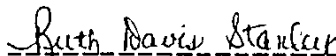
In compliance with Florida Statutes Section 608.407(2), the undersigned members of ^{Group International} **Strategies A, L.C.** deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$500.00.
3. No property other than cash was contributed by the members.
4. The total amount of cash or property anticipated to be contributed by the members is \$500.00. This total includes the amounts from 2 and 3 above.

 CLARENCE O. HAMPTON III
 PENNY D. MORFORD

The foregoing instrument was acknowledged before me this 28th day of April, 1997, by CLARENCE O. HAMPTON III and PENNY D. MORFORD, who are personally known to me, on behalf of STRATEGIES ^{Group International} L.C., a limited liability company.




Ruth Davis Stanley, Notary Public
Commission No. 288713
My Commission expires 5/23/97

FILE
97 MAY -1 AM 9:23
TALLAHASSEE, FLORIDA