

L97000000780

Jill Fisher Powers, P.A.  
P.O. Box 6600  
Clearwater, Florida 33758  
813/538-5468

July 14, 1997

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\*\*\*337.50 \*\*\*337.50

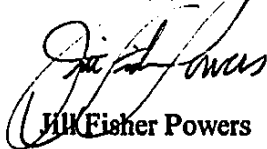
VIA AIRBORNE EXPRESS

Florida Department of State  
Division of Corporations  
Attn: New Filings  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: MP Owners Group, LLC  
Articles of Organization

Enclosed please find two (2) executed originals of Articles of Organization for MP Owners Group, LLC (the "Articles"). Also included is a check in the amount of \$337.50, \$285.00 for the filing fee and \$52.50 for a certified copy. Please file these Articles as soon as possible, returning a certified copy to me.

Very truly yours,

  
Jill Fisher Powers

Enclosures:  
As stated

Linda Mackay

JUL 16

BSB

W97-16501

FILED  
97 JUL 15 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

July 16, 1997

JILL FISHER POWERS, P.A.  
P. O. BOX 6600  
CLEARWATER, FL 33758

SUBJECT: MP OWNERS GROUP, LLC  
Ref. Number: W97000016501

We have received your document for MP OWNERS GROUP, LLC and check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Question on the affidavit of membership and contributions? Line (3) does not total up to lines (1) and (2).

Please return the original and one copy of 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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 997A00036464

Jill Fisher Powers, P.A.  
P.O. Box 6600  
Clearwater, Florida 33758  
813/538-5468

July 17, 1997

VIA AIRBORNE EXPRESS

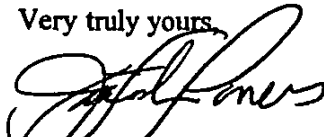
Florida Department of State  
Division of Corporations  
Attn: Ms. Brenda Baker  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: MP Owners Group, LLC  
Articles of Organization

Dear Brenda:

Pursuant to our telephone conversation of this date, enclosed please find two (2) executed originals of Articles of Organization of MP Owners Group, LLC (the "Articles"). You already have in your possession a check for the appropriate filing fee and certified copy fee. Please fax to me at 813/538-5371 a copy of the Articles as soon as they have been filed, which you agreed would be no later than Friday, June 18, 1997.

Very truly yours,



Jill Fisher Powers

Enclosures:  
As stated

**ARTICLES OF ORGANIZATION  
OF MP OWNERS GROUP, LLC,  
A LIMITED LIABILITY COMPANY**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned members adopt the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

**ARTICLE I  
NAME OF COMPANY**

The name of the limited liability company is MP OWNERS GROUP, LLC, a Limited Liability Company (the "Company").

**ARTICLE II  
PERIOD OF DURATION**

The Company shall terminate on December 31, 2020, unless otherwise extended or terminated by an amendment to these Articles of Organization.

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The address of the Company's principal office is as follows: 19353 U.S. Highway 19 North, Suite 100, Clearwater, Florida 33764. The name and address of the Company's initial registered agent in the State of Florida is as follows: Jill Fisher Powers, 19353 U.S. Highway 19 North, Suite 100, Clearwater, Florida 33764.

**ARTICLE IV  
REQUIREMENTS FOR ADMISSION OF ADDITIONAL  
MEMBERS**

Additional persons may be admitted to the Company as members and membership interests may be created and issued to these persons upon the unanimous approval of all the remaining members entitled to vote.

**ARTICLE V  
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the first to occur of the following:

- (a) The expiration of the term of the Company;
- (b) The unanimous written consent of all the Company's members;
- (c) The death, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, unless within ninety (90) days after such event a majority in interest of all of the remaining members agree in writing to continue the business of the Company.

**ARTICLE VI  
MANAGEMENT**

The Company will be initially managed by one (1) manager in accordance with the Company's regulations. The name and business address of the initial manager who shall serve until the first annual meeting of members or until its successor is elected and qualified is:

NAME	ADDRESS
Mobility Relocation Services, Inc., a Florida corporation	19353 U.S. Highway 19 North, Suite 100 Clearwater, Florida 33764

**ARTICLE VII  
PURPOSE**

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

IN WITNESS WHEREOF, the following member has executed these Articles of Incorporation on this 14 day of July, 1997.

MOBILITY RELOCATION SERVICES, INC.  
a Florida corporation

Dated 7-14-97

By: *Jill Fisher Powers*  
Its: Jill Fisher Powers  
Executive Vice President

STATE OF FLORIDA            )  
COUNTY OF PINELLAS        )

Before me personally appeared **JILL FISHER POWERS**, who is known to me to be the person who executed the foregoing articles of organization on behalf of **MOBILITY RELOCATION SERVICES, INC.**, a Florida corporation, managing member for **MP OWNERS GROUP, LLC**, a Florida limited liability company.

In witness whereof, I have hereunto set my hand and seal on this 14 day of July, 1997.

(SEAL)

*Linda Mackay*  
Notary Public, State of Florida at Large

My Commission Expires:



### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned, **MOBILITY RELOCATION SERVICES, INC.**, the Initial Manager and representative of the members of **MP OWNERS GROUP, LLC**, a Florida limited liability company, after being sworn, deposes and says as follows:

- 1) the above named limited liability company has at least two members; and
- 2) the total amount of cash capital contributed by the member(s) is \$1,000.00.
- 3) the total amount of cash or property anticipated to be contributed by member(s) is \$1,000.00.

Dated this 14 day of July, 1997.

**MOBILITY RELOCATION SERVICES, INC.**  
a Florida corporation

By: Jill Fisher Powers  
Jill Fisher Powers  
Executive Vice President

STATE OF FLORIDA                     )  
COUNTY OF PINELLAS                )

Before me personally appeared **JILL FISHER POWERS**, who is known to me to be the person who executed the foregoing Affidavit of Membership and Contributions on behalf of members of **MOBILITY RELOCATION SERVICES, INC.**, managing member for **MP OWNERS GROUP, LLC**, a Florida limited liability company.

In witness whereof, I have hereunto set my hand and seal on this 14 day of July, 1997.

(SEAL)

My Commission Expires:



Linda Mackay  
Notary Public

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97 JUL 15 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: **MP OWNERS GROUP, LLC**, a Florida limited liability company.
2. The name and address of the registered agent and office is:

Jill Fisher Powers  
19353 U.S. Highway 19 North, Suite 100  
Clearwater, Florida 33764

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.

Dated this 14 day of July, 1997.

  
\_\_\_\_\_  
Jill Fisher Powers

**FILED**  
97 JUL 15 PM 1:48  
TALLAHASSEE, FLORIDA