# L1800000815

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

| Indycom, L.C.  | 00000255524701<br>-06/17/9801025013<br>****337.50 ****337.50   |
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| Walk-In Will Pick Up   | UCC 11 Retrieval  Courier  |

# ARTICLES OF ORGANIZATION

### **OF**

### UNITYCOM, L.C.

## a Florida Limited Liability Company

SECRETARY OF STATE HS DIVISION OF CORPORATIONS

FIRST: The name of the Limited Liability Company shall be UNITYCOM, L.C. (hereinafter referred to as the "Company").

SECOND: The mailing address and street address of the principal office of the Limited Liability Company is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

THIRD: The duration of the Company's existence shall be THIRTY (30) years from the date of filing of the Articles of Organization.

<u>FOURTH:</u> The purposes for which the Company is organized are the purchase and sale of communications equipment as well as any and all other lawful purposes for which a Limited Liability Company may be organized pursuant to the laws of the State of Florida and the United States.

<u>FIFTH:</u> The Company shall be managed by its Managers and the names and addresses of such Managers are Jay Dahill whose address is 2189 Hillview Street, Sarasota, FL 34239 and Laura Russell whose address is 1887 Morris Road, Sarasota, FL 34239.

SIXTH: Company shall be initially authorized and empowered to issue one class of Membership Unit.

SEVENTH: The total amount of initial cash contributed to the Company shall be TWO THOUSAND DOLLARS (\$2,000.00). There are no obligations for Members to make additional contributions to the Company.

<u>EIGHTH:</u> By majority vote of authorized and outstanding Membership Units, the Members may agree to admit additional Members to join the Company and establish the terms of their contributions to join.

NINTH: In the event of 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, the remaining Members may continue the business thereof.

TENTH: Whenever a Member or his legal representative requests a step-up election under Section 754 of the Internal Revenue Code as the same may be amended from time to time, such election shall be made as all Members of the Limited Liability Company, upon subscription for units therein, hereby irrevocably consent to such election when requested by any other Member.

<u>ELEVENTH:</u> Whenever income is earned by the Company, there shall be, at a minimum, sufficient distribution of income to its Members to allow them to pay, on a timely basis, all of their U.S. Federal, State and local tax liabilities imposed by virtue of their membership interest in the Company.

TWELFTH: I hereby form the Company and agree to serve as an initial Manager thereof.

THIRTEENTH: Pursuant to the provisions of Section 608.415, Florida Statutes, the Company designates the name and address of its Registered Agent and office as follows:

> Stanley A. Goldsmith 1605 Main Street Suite 1001 Sarasota, Florida 34236

FOURTEENTH: To the Managers of UNITYCOM, L.C.

Having been named as Registered Agent and to accept Service of Process for the Company at the place designated in these Articles, 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 am familiar with and accept the obligations of my position as Registered Agent.

> LEYM. GOLDSMITH 1605 Main Street **Suite 1001** Sarasota, Florida 34236

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Members or authorized representatives of Members of UNITYCOM, L.C. depose and say:

- 1. The above-named Limited Liability Company has at least TWO (2) members.
- 2. The total amount of initial cash to be contributed by the Members is TWO THOUSAND DOLLARS (\$2,000.00). There is no obligation of Members to contribute additional cash to the Company.
  - 3. There is no property other than cash contributed by Members.
- 4. The total amount of cash or property anticipated to be contributed by Members is TWO THOUSAND DOLLARS (\$2,000.00). This includes amounts from (2) and (3) above. There is no obligation for Members to make additional contributions.

STATE OF FLORIDA COUNTY OF SARASOTA ) ss:

The foregoing Articles of Organization and Affidavit of Membership and Contributions were \_, 1998, by JAY DAHILL, as an Initial Member of acknowledged before me this 15th day of

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| Manager of UNITYCOM, L.C. He is personally known to identification and did not take an oath. If no type of iden personally known to me. | to me or has produced FL Diviens (cesse as   |
|---|--|
| Andrea Bailey  My Commission CC654780  Expires July 17, 2001  | Print Name of Notary Public  I am a Notary Public of the State of Florida and my commission expires on   |
| day of Qunc, 1998 by STANLEY A. GO  | TYCOM, L.C. were acknowledged before me this   |
| Andrea Bailey  My Commission CC654780  Expires July 17, 2001  | Print Name of Notary Public  I am a Notary Public of the State of Florida and my commission expires on  SECRETARY OF STATE  ON STATE  STATE  TO ST |