

# L98000001902

*Osborne & Brown*  
PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW  
798 SOUTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33432-6114

POST OFFICE DRAWER 40  
BOCA RATON, FLORIDA 33429-9974  
TELEPHONE: 561/395-1000  
FAX: 561/368-6930

September 15, 1998

VIA FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

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-09/16/98--01004--017  
\*\*\*\*285.00 \*\*\*\*285.00

Re: **Our File No. 98-21892**  
**ExpressPhone, L.C. - Formation of Limited Liability Company**

Gentlemen:

Enclosed please find two (2) originally signed Articles of Organization of ExpressPhone, L.C. for filing. We have also enclosed our check number 22783 in the amount of Two Hundred Eighty-Five and 00/100 (\$285.00) Dollars, representing

Filing Fees: \$250.00  
Registered Agent Designation \$ 35.00

Please forward a copy of the file Articles of Organization to my attention. A self-addressed envelope is enclosed for your convenience.

Please do not hesitate to contact me at (561) 395-1000 should you have any questions regarding the enclosed documents.

Very truly yours,

*L98-1902*

Name	<i>Anne Marie La Ferla</i>
Availability	<i>Legal Assistant</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

Enclosures

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## **ARTICLES OF ORGANIZATION**

**of**

### **EXPRESSPHONE, L.C.**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

#### **ARTICLE I** **DURATION**

ExpressPhone, L.C. shall exist perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### **ARTICLE II** **NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be ExpressPhone, L.C., and its principal and mailing office shall be located at 21218 St. Andrews Boulevard, Suite 644, Boca Raton, Florida 33433, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### **ARTICLE III** **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of ExpressPhone, L.C. is 21218 St. Andrews Boulevard, Suite 644, Boca Raton, Florida 33433, and the name of the company's initial registered agent at that address is W. H. Ellis.

#### **ARTICLE IV** **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 ExpressPhone, L.C.

A member's interest in ExpressPhone, L.C. may not be sold or otherwise transferred except with the unanimous consent of the 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 ExpressPhone, L.C., the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE V**  
**MANAGEMENT**

Management of ExpressPhone, L.C. is reserved to its members, and the name and address of the managing member is:


NorthShore Trading, Inc., a Texas corporation  
21218 St. Andrews Boulevard, Suite 644  
Boca Raton, Florida 33433

Such Manager shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

**ARTICLE VI**  
**PURPOSES AND POWERS**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

Executed by the undersigned at Boca Raton, Palm Beach County, Florida on the 10 day of September, 1998.

  
\_\_\_\_\_  
W. H. Ellis, President  
NorthShore Trading, Inc., a Texas corporation  
Managing Member

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## ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.

W.H. Ellis  
W.H. Ellis

Dated: 10 September, 1998

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA

COUNTY OF PALM BEACH

In compliance with Florida Statutes Section 608.407(2), the undersigned member of ExpressPhone, L.C., deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of real property contributed by the members is valued at \$ 100<sup>00</sup>.
3. No additional cash or property is anticipated to be contributed by the members at this time.

NorthShore Trading, Inc., a Texas corporation  
Managing Member

By: W. H. Ellis  
W. H. Ellis  
President of the Managing Member

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of 1998 by September who is known to me.

Linda O. MacLaren  
Notary Public

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LINDA O MACLAREN  
My Commission CC500235  
Expires Oct. 09, 1999

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TALLAHASSEE, FLORIDA

### Description of Real Property

The real property referred to in the ExpressPhone, L.C. Affidavit of Membership and Contributions consists of cash only in the amount of \$100.00.

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