

L98000002848

Law Offices

Niles, Dobbins, Meeks, Raleigh & Dover

P.O. BOX 11799

FORT LAUDERDALE, FLORIDA 33339-1799

(954) 565-2200

FAX (954) 565-2233

WILLARD D. DOVER
WILLIAM H. MEEKS
HARRY S. RALEIGH, JR.
B. ALAN DOBBINS III
CHRISTOPHER D. NILES
DONALD R. NILES, OF COUNSEL

STREET ADDRESS:
2601 EAST OAKLAND PARK BOULEVARD
SUITE 400
FORT LAUDERDALE, FL 33306

November 9, 1998

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

Re: **Management & Industrial Services, Inc.,**
a proposed limited liability company
Our File No. 98-503

200002686132--6
-11/12/98--01090--001
****337.50 ****337.50

Gentlemen/Ladies:

~~XXXXXXXXXX~~

Enclosed is an original and one copy of the Articles of Organization for the above referenced Florida limited liability company, together with our Firm's check for the following:

Filing fee for Articles of Organization ...	\$250.00
Designation of Registered Agent	35.00
Certified copy	<u>52.50</u>
Total	\$337.50

Please file the Articles and forward a certified copy of same to the undersigned.

Yours very truly,


WILLARD D. DOVER

WDD/sk
Encls.

FILED
98 NOV 12 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STREET ADDRESS:
2601 EAST OAKLAND PARK BOULEVARD
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FORT LAUDERDALE, FL 33306

November 20, 1998

VIA FED EX: 808286167577

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

Re: **Management & Industrial Services, Inc.,
a proposed limited liability company**
Our File No. 98-503

Gentlemen/Ladies:

We are re-enclosing an original and one copy of the Articles of Organization for the above referenced Florida limited liability company. We previously forwarded our filing package to you by mail on November 9, 1998. It was rejected by your letter dated November 17, 1998 (courtesy copy attached) citing a deficiency in the registered agent designation.

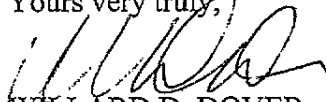
Pursuant to my telephone conversation with your office earlier this week, we have revised the Certificate of Designation of Registered Agent/Registered Office and are resubmitting the filing package herewith.

Please note we request that you assign this filing with the original filing date which we believe to have been on or about November 15, 1998.

Please file the enclosed articles and forward a certified copy the same to me.

Thank you for your continuing cooperation.

Yours very truly,


WILLARD D. DOVER

WDD/llw
Encls.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 17, 1998

WILLARD D. DOVER
NILES DOBBINS, MEEKS RALEIGH & DOVER
P.O. BOX 11799
FORT LAUDERDALE, FL 33339-1799

SUBJECT: MANAGEMENT & INDUSTRIAL SERVICES, L.C.
Ref. Number: W98000025853

We have received your document for MANAGEMENT & INDUSTRIAL SERVICES, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated must be an active Florida corporation or a foreign corporation authorized to transact business in Florida. Please correct the document.

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 (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 298A00055219

ARTICLES OF ORGANIZATION
OF
MANAGEMENT & INDUSTRIAL SERVICES, L.C.

The undersigned have associated themselves together for the purpose of becoming a Limited Liability Company for profit under the provisions of Chapter 608, Florida Statutes, and adopt the following Articles of Organization therefore:

ARTICLE I
Name and Principal Place of Business

The name of the Company is **Management & Industrial Services, L.C.** and its principal office shall be located at 4900 Godfrey Road, Coral Springs, Florida, which is also the Company's mailing address.

33067-4147

ARTICLE II

The Company shall exist perpetually or until dissolved by the members.

ARTICLE III
Management

The Company is to be managed by a single Manager whose name and address is as follows:

David E. Kelly

4900 Godfrey Road
Coral Springs, Florida

Persons dealing with the Company may rely upon his certification or representation that he has the power and authority to act on behalf and legally bind the Company.

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 date of admission to the Company.

A Member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all Members.

On the death, resignation or bankruptcy of a member, or the occurrence of any other event that terminates or would terminate the continued membership of a Member in the Company, the remaining Members shall, with their unanimous consent, have the right to continue the business.

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98 NOV 12 AM 11:5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
Member Property

Private property of the Members shall not be subject to the payment of the Company's debts.

The undersigned Member of the Company executes this document affirming, under the penalties of perjury, that the facts stated therein are true.

Management & Industrial Services, L.C.

By: 

David E. Kelly

President, Manager & Member

AFFIDAVIT OF MEMBERSHIP & CONTRIBUTIONS

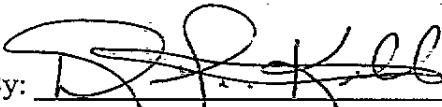
The undersigned Members of **Management & Industrial Services, L.C.** (the "Company") depose and say:

1. The Company has at least two Members.
2. The total amount of cash contributed by the Members is as follows:

Robert S. Kelly, Sr.	\$100.00
Robert W. Kelly, Jr.	\$100.00
Donald R. Kelly	\$100.00
David E. Kelly	\$100.00

3. The agreed value of the property other than cash, contributed, by the Members is \$-0-.
4. The total amount of cash or property anticipated to be contributed by the Members is \$400.00, which includes the amounts shown on #2 and #3 above.

By: _____


David E. Kelly, Member

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

Pursuant to the provisions of Section 608.415 or 608.507, the undersigned Limited Liability Company, submits the following statement designating the registered office/registered agent in the State of Florida:

1. The name of the Limited Liability Company is **MANAGEMENT & INDUSTRIAL SERVICES, LLC**.

2. The name and address of the registered agent and office is **Willard D. Dover** in care of **Niles, Dobbins, Meeks, Raleigh & Dover (WDD)**, 2601 East Oakland Park Blvd., Suite 400, Fort Lauderdale, Florida 33306.

3. 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, and 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.

By: _____


Willard D. Dover

Dated: November 20 1998