

Division of Corporations

Page 1 of 1

L98000003300

## Florida Department of State

Division of Corporations

Public Access System

Sandra B. Morham, Secretary of State

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H98000023753 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

## To:

Division of Corporations  
Fax Number : (850) 922-4003

## From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP  
Account Number : 075500004387  
Phone : (813) 229-7600  
Fax Number : (813) 229-1660

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 21 PM 1:25  
98 DEC 21 PM 1:03  
TALLAHASSEE, FLORIDA

## LIMITED LIABILITY COMPANY

Metro Area Communications, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$285.00

L98-3380

Name	12-21
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

Electronic Filing Menu

Corporate Filing

Public Access Help

DEC. -21' 98 (MON) 12:30

12/21/1998 13:12  
DEC 21 20 (MON) 13:12

813-686-3853

TEL:18132291660

1ST BAPT OF BRANDON

TEL:18132291660

P. 002

PAGE 84

P. 003

11080000237530

**ARTICLES OF ORGANIZATION  
FOR METRO AREA COMMUNICATIONS, LLC**

**ARTICLE I - Name:**

The name of the Limited Liability Company is Metro Area Communications, LLC

**ARTICLE II - Address:**

The street address of the principal office of the Limited Liability Company is:  
845 Bayshore Boulevard  
Tampa, Florida 33606

The mailing address of the principal office of the Limited Liability Company is:  
P.O. Box 1934  
Valrico, Florida 33595

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Larry H. Chadwell, Jr.  
2409 Cedarcrest Place  
Valrico, Florida 33594

Larry E. Chadwell  
2425 Valrico Forest Drive  
Valrico, Florida 33594

Jeffrey A. Norris  
2213 Valrico Forest Drive  
Valrico, Florida 33594

**ARTICLE V - Admission of Additional Members:**

No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

**ARTICLE VI - Members Rights to Continue Business:**

The remaining members of the Limited Liability Company shall have the right for one year to continue the business on 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 Limited Liability Company. During such one year period, the remaining members of the Limited Liability Company shall search for a buyer of the Limited Liability Company. If no such buyer is found, the remaining members of the LLC shall dissolve the LLC.

11080000237530

Paul R. Lynch  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602  
Florida Bar No. 835685

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 21 PM 1:25

DEC. -21' 98 (MON) 12:31

12/21/1998 13:12

813-685-3853

TEL:18132291660

1ST BAPT OF BRANDON

TEL:18132291660

P. 003

PAGE 05

P 004

and distribute all remaining assets to the members pro rata based on their respective ownership interests.

#### ARTICLE VII - Indemnification:

The Limited Liability Company shall, to the full extent permitted by Section 608.4363 of the Florida Statutes, as amended from time to time, indemnify all persons whom it may indemnify pursuant thereto. The indemnification provided by this Article VII shall not limit or exclude any rights, indemnities or limitations of liabilities to which any person may be entitled, whether as a matter of law, under the regulations of the Limited Liability Company, by agreement or otherwise.

#### ARTICLE VIII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Metro Area Communications, L.L.C certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$15,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereof.); and \$ \_\_\_\_\_
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$31,000

Larry Chadwell Jr.  
Signature of member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Larry Chadwell Jr.

Typed or printed name of signer

Filing Fee: \$250.00 for Articles and Affidavit

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 21 PM 1:25

DEC. -21' 98 (MON) 12:31

12/21/1998 13:12

813-686-3863

TEL:18132291660

1ST BAPT OF BRANDON

TEL:18132291660

P. 004

PAGE 06

P 005

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.57, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Metro Area Communications, LLC.
2. The name and the Florida street address of the registered agent are:

Larry E. Chadwell, Jr.  
2409 Cedarcrest Place  
Valrico, Florida 33594

*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.*

  
Signature

**Filing Fee: \$35 for Designation of Registered Agent**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 21 PM 1:25